

1 UNITED STATES DISTRICT COURT
2 SOUTHERN DISTRICT OF NEW YORK
3 - - - - -x
4 BLOCKCHAIN MINING SUPPLY AND
5 SERVICES LTD.,

Plaintiff,

Case No. 18-CV-11099-ALC-BCM

-against-

8 SUPER CRYPTO MINING, INC. (N/K/A DIGITAL
9 FARMS, INC.) And DPW HOLDINGS, INC.
10 (N/K/A BITNILE HOLDINGS, INC.),

Defendants.

11 - - - - -x
12

January 10, 2023

11:04 a.m. (EST)

15 DEPOSITION of WILLIAM TENCER, the
16 Plaintiff in the above-entitled action,
17 held via Zoom video conference, taken
18 before Garry J. Torres, a Stenographer and
19 Notary Public of the State of New York,
20 pursuant to the Federal Rules of Civil
21 Procedure, Notice and stipulations between
22 Counsel.

23
24 * * *
25

1 APPEARANCES :

2
3 COWAN, LIEBOWITZ & LATMAN, P.C.
4 Attorneys for Plaintiff
BLOCKCHAIN MINING SUPPLY AND
SERVICES LTD.
114 West 47th Street
5 New York, NY 10036-1525
TEL: (212) 790-9291
6 EMAIL: rsm@c11.com
EMAIL: dxc@c11.com
7 BY: RICHARD S. MANDEL, ESQ.
DASHA CHESTUKHIN, ESQ.

8
9
10 WELTZ KAKOS GERBI WOLINETZ VOLYNSKY
LLP

11 Attorneys for Defendants
12 SUPER CRYPTO MINING, INC. (N/K/A
DIGITAL FARMS, INC.) And DPW
13 HOLDINGS, INC. (N/K/A BITNILE
HOLDINGS, INC.)
170 Old Country Road, Suite 310
14 Mineola, New York 11501
TEL: (212) 202-3178
15 EMAIL: rvolynsky@weltz.law
BY: ROBERT B. VOLYNSKY, ESQ.

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STIPULATIONS

IT IS HEREBY STIPULATED AND AGREED, by
and among counsel for the respective
parties hereto, that the filing, sealing
and certification of the within deposition
shall be and the same are hereby waived;

IT IS FURTHER STIPULATED AND AGREED
that all objections, except as to form of
the question, shall be reserved to the
time of the trial;

IT IS FURTHER STIPULATED AND AGREED
that the within deposition may be signed
before any Notary Public with the same
force and effect as if signed and sworn to
before the Court.

* * *

1 Q. Do you recognize this document?

2 A. No.

3 Q. Okay. And if we go to -- let's
4 just go to page four. I want to see if
5 this refreshes your recollection. There's
6 two requests for admission. Well, let's
7 start with the first one. It says,
8 request for admission number 19.

9 Do you see that?

10 A. Yeah.

11 Q. And underneath that, there's
12 another heading. It says, response to
13 request for admission number 19.

14 Do you see that?

15 A. Yes.

16 Q. Do you recall whether you
17 assisted in this response to request for
18 admission number 19?

19 A. Give me a moment to read it.

20 Q. Sure.

21 A. (Pause.) I don't recall.

22 Q. Do you see, underneath that, it
23 says, request for admission number 20?

24 A. Yes.

25 Q. And that request for admission

1 states, to the term, quote, assets, close
2 quote, in section 2A2 of the asset
3 purchase agreement for a machine.

4 Do you see that?

5 A. Yes.

6 Q. Then underneath that it says,
7 response for request for admission number
8 20.

9 Do you see that?

10 A. Yes.

11 Q. And there's a paragraph
12 underneath that, do you see that?

13 A. Yep.

14 Q. Do you recall whether you
15 assisted with the response to request for
16 admission number 20?

17 A. No.

18 Q. I don't want -- I don't want to
19 know the substance, but do you recall
20 whether you spoke with your counsel about
21 the response to request for admission
22 number 20?

23 A. No.

24 Q. Okay. I'm going to try to
25 streamline this a little bit. If it's

1 underlined. It says, providing the
2 inspection is satisfactory, the balance of
3 the sum for the first 500 machines and
4 500 power supplies in the amount of
5 1,000,408 -- I believe it says 8 -- 7,500
6 U.S. dollars shall be paid on or before
7 March 23, 2018, directly to vendor to an
8 account indicated by vendor, open paren,
9 the balance, close paren.

10 Do you see that?

11 A. Yep.

12 Q. Okay. And so do you recall
13 whether the \$1,487,500 referenced in this
14 section 2A2 was ever paid to Blockchain
15 Mining?

16 A. Yes, I believe so.

17 Q. Has Blockchain Mining retained
18 that payment?

19 A. Did it retain it meaning --

20 Q. Let me rephrase that.

21 A. -- receive it?

22 Q. No. Let me rephrase it. Did
23 Blockchain Mining ever return that payment
24 to Super Crypto?

25 A. Return the payment? No.

1 Q. Okay. So let's go to the next
2 sentence. It says, upon receipt of the
3 balance, the vendor shall release the
4 assets to purchaser, and purchaser shall
5 make arrangement for its pickup.

6 Do you see that?

7 A. Yes.

8 Q. What do you understand that
9 provision to mean?

10 A. When we get paid for -- when we
11 get paid this amount, the 500 machines
12 would be released for pickup.

13 Q. And you understand the term
14 "assets" in this section 2A2 to refer to
15 only the 500 machines?

16 A. Yes.

17 Q. Okay. I'm going ask to you pull
18 up Exhibit 8 again.

19 A. 8?

20 Q. Yeah.

21 A. Okay.

22 Q. All right. Do you have it in
23 front of you?

24 A. Yeah.

25 Q. Let's go to page four of

1 Exhibit 8.

2 A. Okay.

3 Q. Okay. And do you see it says,
4 request for admission number 20?

5 A. 19, 20, yeah.

6 Q. The request says, the term
7 "assets" in section 2A2 of the asset
8 purchase agreement refers to the machines.
9 Do you see that?

10 A. Yes.

11 Q. I may have to pull up -- you can
12 put Exhibit 8 away. It's fine. You
13 testified -- did you prepare this -- do
14 you recall whether you assisted in the
15 preparation of this response to request
16 number 20?

17 A. Are you speaking to me?

18 Q. Yeah.

19 A. What's your question?

20 Q. Strike that. Strike that.

21 Let's read the response to
22 request for admission number 20. Okay.
23 It says, Plaintiff objects to this request
24 to the extent the term "machine" is vague
25 and ambiguous because its definition

1 characterizes the Bitmain Antminer S9
2 machine, says, quote/unquote,
3 cryptocurrency machines, rather than
4 cryptocurrency mining machines. Subject
5 to and without waiving any of its
6 objections, Plaintiff admits that the term
7 "assets" as defined in the agreement and
8 as used in section 2A2 thereof refers to
9 the 1,100 Bitmain Antminer S9 model
10 cryptocurrency mining machines and 1,100
11 power supply units that Plaintiff agreed
12 to sell and Defendants agreed purchase
13 pursuant to the agreement's term.

14 Do you see that?

15 A. Yep.

16 Q. Okay. Does that refresh your
17 recollection as to what the term "assets"
18 in this section 2A2 refers to?

19 MR. MANDEL: Objection.

20 A. Yeah. That's --

21 Q. I'll withdraw that.

22 When you -- when you received
23 the \$1,487,500 under section -- pursuant
24 to section 2A2 of the agreement, did
25 Blockchain Mining release 1,100 machines

I N D E X

| WITNESS | EXAMINATION BY | PAGE |
|----------------|----------------|------|
| WILLIAM TENCER | MR. VOLYNSKY | 4 |
| WILLIAM TENCER | MR. MANDEL | 238 |

| PLAINTIFF'S | DESCRIPTION | PAGE |
|-------------|--------------------------------------|------|
| Exhibit A | Escrow agreement for 500 machines | 240 |

| | | |
|-----------|--------------------------------------|-----|
| Exhibit B | Escrow agreement for 600 machines | 242 |
|-----------|--------------------------------------|-----|

E X H I B I T S

| DEFENDANT'S | DESCRIPTION | PAGE |
|-------------|--------------------------------|------|
| Exhibit 1 | Tencer notice of deposition | 20 |

| | | |
|-----------|----------------------------|----|
| Exhibit 2 | First amended complaint | 21 |
|-----------|----------------------------|----|

| | | |
|-----------|-------------------------------------|----|
| Exhibit 3 | Requests for document production | 23 |
|-----------|-------------------------------------|----|

| | | |
|-----------|-------------------------------------|----|
| Exhibit 4 | Requests for document production | 28 |
|-----------|-------------------------------------|----|

| | | |
|-----------|---------------------------|----|
| Exhibit 5 | Requests for admission | 32 |
|-----------|---------------------------|----|

| | | |
|-----------|---------------------------|----|
| Exhibit 6 | Requests for admission | 35 |
|-----------|---------------------------|----|

INDEX CONTINUED ON NEXT PAGE

| | | | |
|----|------------------------------|----------------------------------------|-----|
| 1 | | I N D E X (cont'd) | |
| 2 | Exhibit 7 | Responses to requests for admission | 35 |
| 3 | | | |
| 4 | Exhibit 8 | Responses to requests for admission | 37 |
| 5 | Exhibit 9 | 2/25/2018 email | 65 |
| 6 | | | |
| 7 | Exhibit 10 | Pro forma invoice | 71 |
| 8 | | | |
| 9 | Exhibit 11 | Email | 77 |
| 10 | Exhibit 12 | 3/2/2018 email | 90 |
| 11 | Exhibit 13 | 4/17/2018 email | 113 |
| 12 | | | |
| 13 | Exhibit 14 | 4/4/2018 email | 118 |
| 14 | Exhibit 15 | 4/20/2018 email | 121 |
| 15 | | | |
| 16 | Exhibit 16 | 6/4/2018 email | 128 |
| 17 | Exhibit 17 | 5/7/2018 email | 141 |
| 18 | | | |
| 19 | Exhibit 18 | 5/30/2018 email | 146 |
| 20 | Exhibit 19 | 7/8/2018 email | 154 |
| 21 | | | |
| 22 | Exhibit 20 | Email | 158 |
| 23 | Exhibit 21 | 7/3/2018 email | 162 |
| 24 | Exhibit 22 | 7/16/2018 email | 169 |
| 25 | | | |
| | INDEX CONTINUED ON NEXT PAGE | | |

| | | | |
|----|------------------------------|-------------------------------------|-----|
| 1 | | I N D E X (cont'd) | |
| 2 | Exhibit 23 | 7/23/2018 email | 177 |
| 3 | | | |
| 4 | Exhibit 24 | 8/9/2018 email | 179 |
| 5 | Exhibit 25 | Email | 180 |
| 6 | Exhibit 26 | 8/21/2018 email | 181 |
| 7 | | | |
| 8 | Exhibit 27 | 9/4/2018 email | 191 |
| 9 | Exhibit 28 | Email | 193 |
| 10 | Exhibit 29 | 10/12/2018 email | 193 |
| 11 | | | |
| 12 | Exhibit 30 | 10/19/2018 proposed amendment | 201 |
| 13 | Exhibit 31 | 10/25/2018 email | 207 |
| 14 | | | |
| 15 | Exhibit 32 | 10/26/2018 email | 211 |
| 16 | Exhibit 33 | Messaging app screenshots | 213 |
| 17 | | | |
| 18 | Exhibit 34 | 11/7/2018 email | 216 |
| 19 | Exhibit 35 | Sale of equipment agreement | 220 |
| 20 | | | |
| 21 | Exhibit 36 | 5/3/2018-5/22/2018 text messages | 227 |
| 22 | Exhibit 37 | Unidentified | 228 |
| 23 | Exhibit 38 | Unidentified | 228 |
| 24 | | | |
| 25 | INDEX CONTINUED ON NEXT PAGE | | |

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25

I N D E X (cont'd)

INSERTIONS

| Page | Line |
|------|------|
| None | |

REQUESTS

| Page | Line |
|------|------|
| None | |

CERTIFICATION

I, Garry J. Torres, a Notary Public
for and within the State of New York, do
hereby certify:

That, William Tencer, the witness
whose testimony as herein set forth, was
duly sworn by me; and that the within
transcript is a true record of the
testimony given by said witness.

I further certify that I am not
related to any of the parties to this
action by blood or marriage, and that I am
in no way interested in the outcome of
this matter.

IN WITNESS WHEREOF, I have hereunto
set my hand this 17th day of January,
2023.



GARRY J. TORRES

[& - 13.5th]

Page 1

| | | | |
|----------------------------|------------------------|------------------------|------------------------|
| & | 003659 181:11 | 101:3,4,23 | 1006 184:23 |
| & 2:2 14:3 18:8 | 003726 191:15 | 106:9,10,25 | 11 21:21 22:5 |
| 28:11 31:7,14 | 003785 193:13 | 109:15 | 22:10,10 77:17 |
| 31:18,22 32:8 | 003786 193:14 | 1,487,500 | 77:18,20 78:15 |
| 32:17 33:1 | 003911 194:9 | 103:13 106:23 | 90:9 91:14,23 |
| 35:11 36:3 | 003915 194:10 | 240:11 | 92:10,17 93:6 |
| 37:22 40:4,16 | 195:13 | 1,621,375 239:8 | 93:7 99:16,17 |
| 67:25 71:4 | 004113 201:22 | 1.5 244:1 | 99:25 107:19 |
| 75:3 76:8 79:3 | 004115 201:23 | 1.6 239:12,19 | 113:9 126:18 |
| 79:14 147:24 | 203:7 | 244:9 | 195:23 229:13 |
| 148:4 152:16 | 004297 211:12 | 1/10/2023 | 234:21 238:18 |
| 152:25 153:11 | 03 77:10 | 245:2 251:2 | 238:20 247:7 |
| 172:24 196:4 | 04/29/20 22:16 | 10 1:12 13:16 | 11/7/2018 |
| 203:14 209:19 | 05/03 231:15 | 13:21 28:21 | 248:17 |
| 211:20 221:9 | 231:16 | 42:5 72:1,2,10 | 11099 1:6 |
| 0 | 1 | 119:24 133:23 | 113 247:10 |
| 0 185:23 | 1 20:20,21 | 142:19 192:21 | 114 2:4 |
| 00 185:23 | 33:18 68:7,12 | 227:21,23 | 11501 2:14 |
| 000009 77:19 | 99:22 102:10 | 229:9,21 | 118 247:11 |
| 0009 92:11 | 202:24 205:7 | 231:23 232:9 | 1185 208:23 |
| 002014 228:13 | 205:17 217:21 | 233:14 247:6 | 11:04 1:13 |
| 002015 228:14 | 221:21 230:12 | 10/12/2018 | 12 35:23 90:12 |
| 002796 129:9 | 246:15 | 248:10 | 90:13,17 93:11 |
| 002797 129:10 | 1,000 187:15 | 10/19/2018 | 93:19,20 96:12 |
| 002844 155:5 | 189:6,14,15 | 248:11 | 201:16 247:8 |
| 002848 155:6 | 1,000,408 103:5 | 10/25/2018 | 121 247:13 |
| 003198 169:17 | 1,000,533 | 248:13 | 128 247:14 |
| 0033 179:25 | 185:14 | 10/26/2018 | 12th 194:16 |
| 003311 178:6 | 1,070 116:16 | 248:14 | 13 113:12,21,22 |
| 003538 179:24 | 117:12 118:3 | 100 165:25 | 247:10 |
| 003542 179:25 | 118:12 134:17 | 166:10 226:7 | 13.5t 75:12,14 |
| 003562 228:9 | 1,100 68:5,6 | 100,000 183:9 | 76:22 |
| 003569 228:9 | 69:25 70:7 | 10036 208:25 | 13.5th 217:22 |
| 003649 184:14 | 71:20,21 79:19 | 10036-1525 2:5 | 221:24 |
| | 87:17 100:3,4 | | |

[1351 - 2018/02/28]

Page 2

| | | | |
|-----------------------|------------------------|------------------------|-------------------|
| 1351 72:8,12 | 170:3 247:14 | 1991 16:25 | 108:23 110:11 |
| 1353 73:18 | 162 247:21 | 19th 203:3 | 110:24 111:12 |
| 1354 72:5 | 163,625 102:12 | 1b 99:23 100:2 | 113:2,6,19 |
| 74:19 75:25 | 102:19 110:9 | 1c 99:23 | 114:2 115:23 |
| 13649 231:12 | 111:1,1 | 2 | 116:13 118:3 |
| 1391 222:5 | 168,000 223:13 | 2 21:16,18 23:5 | 119:5 120:7,14 |
| 1392 222:8 | 223:22 | 23:9 78:23 | 120:14 122:18 |
| 1393 222:11 | 169 247:23 | 99:20 100:10 | 124:4,10 125:2 |
| 1394 222:14 | 17 49:23,23,23 | 100:13,25 | 136:25 137:17 |
| 1395 222:18 | 113:6,18 114:2 | 108:4,14 167:3 | 138:24 139:9 |
| 1396 222:21 | 115:23 116:13 | 167:4,5 194:4 | 139:18,21 |
| 1397 222:23 | 118:3 141:20 | 200:15 201:10 | 142:2,22 143:1 |
| 13h 234:25 | 141:21 247:16 | 209:18 226:18 | 143:13,25 |
| 13th 184:21 | 170 2:13 | 229:6,8,10,11 | 144:8 145:10 |
| 14 118:20,21 | 177 248:2 | 229:12,21 | 147:7 148:7,18 |
| 247:11 | 179 248:3 | 246:16 | 152:22 155:11 |
| 141 247:16 | 17th 250:17 | 2,975 116:17 | 162:17 164:2 |
| 1420 216:16 | 18 1:6 17:19,25 | 2/25/2018 | 165:4 167:15 |
| 219:14 | 18:1,7 33:18 | 65:16 247:5 | 168:4 169:21 |
| 1434 218:23 | 49:2,18 146:20 | 20 11:25 38:23 | 178:10 179:7 |
| 1435 217:1,10 | 146:22 155:21 | 39:8,16,22 | 180:6 181:15 |
| 146 247:17 | 247:17 | 41:16 105:4,5 | 184:21 186:22 |
| 14994 250:21 | 180 225:25 | 105:16,22 | 188:4 191:23 |
| 15 13:21 33:20 | 248:5 | 158:20,21 | 194:16 195:23 |
| 33:24 108:23 | 181 248:6 | 201:7 245:17 | 200:24 201:16 |
| 110:11,23 | 19 38:8,13,18 | 246:15 247:20 | 203:4 207:25 |
| 111:12 120:14 | 105:5 124:3 | 200 196:5 | 208:12 209:23 |
| 122:2,4,6,7 | 155:2,3 247:19 | 201 248:11 | 211:14 216:18 |
| 247:13 | 191 248:7 | 2017 18:3 | 219:15,20 |
| 154 247:19 | 1926 240:19 | 44:15 49:22 | 220:18 226:21 |
| 158 247:20 | 241:8 | 2018 50:14 | 226:22 229:22 |
| 15th 120:19 | 193 248:9,10 | 57:24 67:16 | 231:8,9,14,15 |
| 239:9 | 1931 242:3 | 69:23 70:6 | 239:9 |
| 16 113:2 129:6 | 1932 240:19 | 76:17 77:6 | 2018/02/28 |
| 129:7 169:21 | 241:8 | 90:22 103:7 | 75:7 |

[2018/03/03 - 3rd]

Page 3

| | | | |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 2018/03/03 76:12,16 2019 17:4 170:3 202-3178 2:14 2020 22:8,14,21 2021 31:4 2023 1:12 250:18 207 248:13 20th 122:18 124:10 125:2 21 162:8,9 186:21 246:16 247:21 21,840 225:9 211 248:14 212 2:5,14 213 248:16 216 248:17 21st 181:15 188:4 22 169:13,14 247:23 220 248:19 2239 242:23 243:5 2243 242:24 227 248:20 228 248:22,23 22nd 231:8 23 103:7 177:24,25 178:1,2,10,18 246:18 248:2 | 238 147:19 246:6 239 150:14 23rd 168:4 179:7 24 179:18,19 180:19 248:3 240 246:9 242 246:10 25 42:7 70:6 160:25 180:15 180:16,19 181:5 182:25 183:23 186:17 248:5 25th 67:16 69:23 207:24 208:12 26 167:15 181:6,8 186:17 211:14 248:6 26th 186:8 27 191:13,16 248:7 27,000 171:9,13 171:14 173:4 174:21 184:4 184:24 185:4,5 186:5 277 160:15 2796 129:15 2797 129:15 27k 170:8,13 28 193:11,12,24 246:19 248:9 | 2845 156:11,12 2847 157:22 2848 156:11 29 22:8,13 193:25 194:1,7 199:6 201:8,14 248:10 29th 22:21 2a 102:6 2a1 109:1 2a2 39:2 102:24 103:14 104:14 105:7 106:8,18,24 2a3 239:1 2nd 90:22 93:12 3 3 22:25 23:4,23 23:25 29:12 108:8,20 109:1 111:17 112:9 112:11 163:12 163:13 164:1 188:7 227:13 246:18 3,272,500 100:17 3/2/2018 247:8 30 12:1 201:19 201:21 204:6 204:13 205:9 205:19 248:11 30th 147:7 148:18 | 31 137:17 138:24 207:13 207:15,19 209:13 248:13 310 2:13 32 209:12 211:8,10 246:21 248:14 33 214:4,5 216:8 248:16 3305 178:5 179:1 3311 178:17,24 34 216:10 227:6 248:17 345 196:6 35 220:21,23 224:4 246:22 247:2 248:19 36 24:16 25:4,6 228:3,4,6 229:4,11 230:9 248:20 37 228:3,7,10 228:17 247:3 248:22 38 228:3,12,15 228:17 248:23 3914 195:12 3:53 124:10 3rd 76:17 77:6 162:17 164:2 229:22 231:8 233:15 |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

[4 - able]

Page 4

| | | | |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 4 | 500 75:11,11 103:3,4 104:11 104:15 107:25 107:25 128:20 143:11 240:7 241:23 242:12 246:9 504 31:2,3,5 53 168:2 534-3946 230:12 54 168:22 169:5 55 167:8 56,000 225:8,21 5:03 115:23 5:36 244:18 5th 166:23 | 243:16 246:11 65 247:5 6a 226:11 | 104:19 105:1 105:12 155:10 155:21 209:23 247:3 |
| 4 28:5 29:5,23 30:14 119:4 246:5,19 4/17/2018 247:10 4/20/2018 247:13 4/4/2018 247:11 411 199:16 416 230:12 47th 2:4 49 28:24 200:16,20 201:9 4th 120:7,14,18 136:25 139:9 139:18,21 191:23 | 6 6 35:5 128:2,3 224:23,25 246:22 6/4/2018 247:14 600 76:21,21 108:11 127:18 130:24 131:13 132:18 134:13 143:10 165:19 165:22 209:20 209:21 216:18 217:25 221:24 224:11,12 226:4,7,9 239:6,13 240:5 | 7 7 35:21,22 127:2 142:1,22 143:1,13,24 144:7 145:10 216:18 219:15 219:19 220:18 226:21,22 247:2 7,500 103:5 7/16/2018 247:23 7/23/2018 248:2 7/3/2018 247:21 7/8/2018 247:19 7062 209:18 71 10:17,20,20 247:6 714 230:24 728 113:16 77 247:7 77,840 225:9 790-9291 2:5 7:07 231:15 7th 146:11 | 8/21/2018 248:6 8/9/2018 248:3 8:29 231:16 8th 93:8 148:7 |
| 5 | 6 | 8 | 9 9 65:8,10 78:23 180:6 247:5 9,300 185:20,22 186:11 9/4/2018 248:7 90 225:23 247:8 916-8498 230:24 940 65:13 956 65:13 |
| 5 32:21,22 246:21 5,000 182:1 189:6 5/3/2018-5/2... 248:20 5/30/2018 247:17 5/7/2018 247:16 50 192:21 50,000 183:12 183:16 | a a.m. 1:13 78:15 114:6 124:10 a2 240:6 ability 128:9 174:23 able 8:1 11:23 51:3 120:11 134:12 164:16 165:18 192:25 240:21 241:5 241:20 243:3,8 | 8 8 37:16,17 103:5 104:18 | |

[above - agreement]

Page 5

| | | | |
|---------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------|
| above 1:16 185:13,22 | actually 26:15 34:1 42:14 | admissions 34:13 36:17 | 81:9,12,15 82:16,20 83:3 |
| absence 162:23 | 55:10 99:21 | admit 34:7 | 83:5 84:12,22 |
| absolutely 142:17 | 186:8 197:7 209:12 | admits 106:6 | 85:7,10,23 |
| accept 109:1 | add 63:12 | advertising 125:7,15 | 86:3,16,18 87:8 91:17,21 |
| acceptable 138:18 | 186:6 | advice 15:15 | 91:25 92:2,10 |
| accommodate 9:3,18 | addition 167:13 182:5 | 191:1,4,7 212:17 | 92:13,22 93:22 95:14 96:13,15 |
| account 12:11 31:22 44:19,21 103:8 198:4,14 225:10,22 243:23 | additional 142:13 144:17 146:15,15 182:5 185:7,21 | affect 170:4 | 98:6,23 100:10 100:14 102:3 |
| accountant 15:15 | additions 245:6 | affiliates 196:1 | 105:8 106:7,24 107:13,15 |
| accounts 28:3 42:14,18,19 | address 31:6,9 31:11,18 52:12 52:14,21 65:20 208:21,22 209:4 | affiliation 86:2 | 108:20,25 109:24 110:2 110:12,15,17 110:22 111:7 |
| accurate 6:24 219:6 | addresses 52:8 129:24 | agent 96:7,9 115:4 152:11 | 111:18 112:20 112:23 117:9 120:15,20 121:9 126:18 |
| acknowledge... 245:3 | adjusting 112:1 173:8,15 | ago 93:14 123:13 128:18 | 127:12 134:8 134:13 138:23 139:10,14,19 139:23 140:3 |
| action 1:16 167:12 187:14 188:18 228:25 235:6 250:13 | admissibility 4:12 | agree 95:1,14 192:1 | 140:10,16,20 141:1 142:15 142:24 143:2 143:14,24 |
| actions 168:7 | admission 32:25 33:16,17 33:20,23,25 35:10 36:2,19 36:21 37:21 38:6,8,13,18,23 38:25 39:7,16 39:21 105:4,22 246:21,23 247:2,4 | agreeable 4:14 229:1 | 144:5,19 145:4 145:9,14,22 146:3,8 148:6 148:7,12,19 149:12,17 150:2,11,13,21 |
| active 53:2 | | agreed 3:2,7,11 89:20 106:11 106:12 110:19 112:5,10 | |
| actively 51:12 51:15 165:21 | | agreement 39:3 51:8,11,14,14 51:19 60:17,20 62:4 64:18 66:9,21,24 67:15,20,24 68:12 71:19 78:10,17 79:17 79:21 80:2,5 80:15,25 81:5 | |
| activity 12:22 12:25 13:7 | | | |
| actual 73:2,3,5 | | | |

[agreement - answer]

Page 6

| | | | |
|--------------------|-------------------------|-----------------------|-----------------------|
| 153:3,14,25 | ahead 20:19 | 130:5,8 137:2 | 112:24 202:5,9 |
| 156:18,23 | 28:5 32:20 | 147:8 148:15 | 202:9,17 |
| 157:2 160:22 | 63:8 66:25 | 155:9 167:14 | americas |
| 163:6,12,14 | 67:1 77:16 | 178:10 179:5 | 208:24 |
| 164:1 174:25 | 90:9 98:10 | 180:4 181:13 | amount 46:25 |
| 177:12 188:7 | 102:10 108:19 | 189:11,13 | 55:25 103:4 |
| 194:21 196:3,3 | 113:8 118:19 | 191:22 193:6 | 104:11 173:19 |
| 196:14,22,24 | 119:16 129:5 | 194:14 206:10 | 183:1,2,20 |
| 198:3,5,22,24 | 135:14 136:21 | 206:14,24 | 184:8 186:12 |
| 202:10,18,25 | 141:7 153:20 | 211:14 229:22 | 197:22 198:18 |
| 204:8 205:8,18 | 158:19 162:7 | 232:5 233:15 | 223:15 225:9 |
| 205:24 206:1 | 167:2 168:18 | 237:15 | 233:19 |
| 209:23,24 | 171:3 178:1 | alt.com 130:2 | amounts 153:1 |
| 210:7,12 218:6 | 179:17 183:23 | alt.com. 130:1 | 153:13 182:22 |
| 219:8 221:5 | 191:12 193:23 | alternative | 182:24 188:17 |
| 223:4,10 224:3 | 194:6 201:19 | 188:25 | 230:1 232:7 |
| 225:12 226:23 | 207:11 214:3 | amalgamate | analyze 112:12 |
| 227:11,13 | 216:9 218:22 | 17:8 | answer 7:7,24 |
| 228:19 229:14 | 228:2 232:1 | amalgamated | 8:12,18 9:2 |
| 230:2 232:8 | 234:13,17,18 | 17:3,6 18:7 | 11:24 18:13 |
| 233:20 235:5,7 | al 245:1 251:1 | amalgamation | 23:17 26:16,19 |
| 236:2,6,13,18 | alc 1:6 | 18:15,15 | 34:15 37:9 |
| 236:19 240:14 | allegation | ambiguous | 46:6 54:12 |
| 241:22 242:11 | 233:14 | 105:25 | 59:2 63:11,23 |
| 243:9,15,17 | alleged 232:9 | amend 5:12 | 84:5,8 111:4 |
| 244:10 246:9 | alliance 5:10,17 | amended 21:20 | 111:21 112:22 |
| 246:10 248:19 | alligator | 23:14 167:11 | 133:3,24 141:6 |
| agreement's | 133:21 | 232:10 246:16 | 143:18 145:19 |
| 106:13 | allow 8:11 | amendment | 146:6 151:14 |
| agreements | alluded 93:25 | 112:20 202:24 | 161:15 164:16 |
| 92:4 135:20 | 112:16 | 203:3 204:5 | 164:25 169:1 |
| 141:16 152:14 | alt 5:10,16 27:8 | 205:7,17 | 177:15 185:2 |
| 207:9 | 27:9,11 82:1,2 | 248:12 | 188:14 191:2 |
| agrees 4:11 | 82:13,15 | amendments | 200:5 204:3 |
| | 129:22,25 | 110:16 111:6 | 205:23 206:21 |

[answer - assigned]

Page 7

| | | | |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 210:16 212:14 213:7 232:12 answered 40:12 63:10 79:9 111:5 199:1 210:14 answers 7:5,22 anticipated 192:12 193:4,6 antminer 48:13 48:16 49:18 50:6 66:9,20 68:5,16,18 69:3,17,25 70:8 71:21 75:11 76:21 79:19 100:4 106:1,9 209:21 217:22 221:24 antminers 50:12,14 218:3 218:12 236:25 anxious 154:15 188:18 anybody 80:23 191:10 anymore 50:18 50:20,25 126:16 anyway 79:10 apologies 178:25 191:17 209:14 app 214:8 248:16 | apparently 154:15 appearances 2:1 appears 65:11 65:14 70:14 75:10 95:25 119:3 141:25 169:20 201:11 207:22 208:10 214:7 217:1 231:7 235:14 242:3 243:13 244:3 appended 245:8 applied 108:11 239:5 appreciate 135:16 appropriate 212:20 approval 64:7 64:22 82:4 95:5 98:15 115:1 206:9 approvals 65:4 80:21 81:20 approve 135:19 135:20 approved 206:8 approximately 152:15 206:16 | april 22:8,13 22:21 108:23 110:11,23 111:12 113:2,6 113:18 114:2 115:23 116:13 118:3 119:4 120:7,14,14,18 120:19 122:18 124:3,10 125:2 239:9 area 175:18 220:15 arising 235:6 arm 74:13 86:21 arrange 136:4 arrangement 41:3,20 97:13 97:15 104:5 114:22 115:2 arrangements 135:21 arrearage 160:25 article 109:1,1 aside 27:10 32:6 34:24 37:11 80:22 81:2 88:14 98:8 asked 27:16 63:9,16 80:12 175:1 198:25 210:14 | asking 8:16 54:23 63:5,24 64:10 80:21 87:6 88:20 92:6 93:2 95:10,22 121:21 136:18 138:7,8,21 139:16 153:23 173:2 188:16 199:25 200:12 203:24 233:21 asks 34:12 asset 39:2 71:19 78:10,17 82:16,19 91:16 91:24 92:12 93:21 105:7 117:9 127:6,25 145:4,9 148:6 196:24 202:10 202:17,24 205:8,18 209:23 210:12 226:23 227:13 230:1 232:8 233:20 243:17 assets 39:1 68:5 68:8 100:3,16 104:4,14 105:7 106:7,17 128:10 160:23 244:4 assigned 158:3 158:6 |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

[assist - bates]

Page 8

| | | | |
|------------------------|------------------------|-----------------------|------------------------|
| assist 26:1 | 195:9 217:2 | 85:5 204:10 | 112:13 126:4 |
| assisted 37:4 | attempt 8:6 | b | 138:23 142:18 |
| 38:17 39:15 | attempting | b 2:15 18:1,1 | 143:6,8,9,23 |
| 105:14 | 173:5 | 214:10,11 | 150:23 151:25 |
| associate 41:9 | attention 78:24 | 225:11,19 | 152:6 171:22 |
| associated 59:5 | 127:1 243:25 | 242:19,20 | 171:24 172:4,7 |
| 86:7 94:20 | attorney 4:19 | 243:4,9 246:10 | 174:24 185:5 |
| assume 8:19 | 19:17 20:14 | 246:13 | 185:16 200:7 |
| 22:22,24 60:9 | 27:21,22 34:6 | back 7:15 | 200:25 226:14 |
| 61:4 62:12 | 37:8 80:4,6,8 | 18:22 26:13,16 | 239:4 240:4 |
| 156:24 187:12 | 109:25 110:5 | 26:18,24 62:22 | balances |
| 203:22 215:14 | 114:17 134:1,5 | 62:24 67:18 | 187:15 |
| assumed 60:6 | 156:2,6 158:13 | 83:12,15 90:10 | bank 31:21 |
| assuming 118:5 | 159:8 197:11 | 91:14 92:16 | 46:12 115:9 |
| 126:3 169:11 | attorneys 2:3 | 93:5 99:15 | 124:25 176:15 |
| 199:3,3 | 2:11 37:11 | 126:17 132:13 | 176:21,22 |
| assumptions | 135:18 139:15 | 136:22 144:13 | banker 192:22 |
| 203:24 | 160:1 164:21 | 149:22,24 | 232:17,23 |
| assurances | 168:5,5,15,24 | 153:6,8 167:5 | banks 176:3,12 |
| 175:13 201:2 | audibly 7:8,24 | 183:17 186:16 | 176:18 |
| attach 115:18 | august 180:6 | 199:5 201:13 | barebones |
| 155:19 | 181:15 186:21 | 205:14 227:24 | 156:1 |
| attached 35:13 | 188:4 | 231:4 238:17 | based 25:6 30:3 |
| 42:15 66:12,24 | authentication | backbone | 93:15 135:11 |
| 67:10 68:7 | 180:23 | 214:18,24,25 | 144:1 166:22 |
| 78:16 114:5 | authenticity | 215:3,8,11 | 169:10 206:3 |
| 155:24 156:10 | 193:20 228:21 | 216:1 219:9 | basically 23:15 |
| 160:9 183:25 | authority 242:8 | 221:13 223:6 | 174:18 187:11 |
| 208:6 216:19 | available 82:18 | 223:10,13,22 | basing 218:8,9 |
| attaching | 118:16 119:22 | 224:18 226:4,9 | basis 173:16 |
| 219:18 | 160:23 171:15 | 227:12,22 | bates 65:12 |
| attachment | avenue 196:6 | balance 102:25 | 67:3 72:2 |
| 67:1 113:21 | 208:24 | 103:2,9 104:3 | 77:19 113:13 |
| 114:16 155:20 | aware 19:1,7,9 | 108:4,5,10,22 | 118:23 122:8 |
| 184:1 194:19 | 19:11,12,15 | 109:11,13,19 | 129:8 146:22 |

[bates - blockchain]

Page 9

| | | | |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 155:4 158:22 162:11 179:23 181:10 191:14 193:12 194:8 201:21 207:14 214:6 216:11 220:22,25 228:4,11,13 bay 187:1,3 bcm 1:6 bearing 240:18 241:7 242:23 becoming 18:4 beginning 9:22 60:10 133:15 138:13 begins 70:16 137:6 behalf 12:15 belief 143:21 144:7,11 believe 27:16 28:15 35:2 44:7 46:8 49:21 50:4 56:5 61:12 65:5 67:2 78:6 87:9 91:10 103:5,16 119:13 123:19 126:23 128:19 130:18 139:20 140:8 142:9,25 145:2,3 147:16 149:15,25 | 155:17 157:8 159:12 179:15 181:22 183:10 184:24 185:20 192:8 195:6 198:12 202:19 206:15 212:1 214:24 215:5 216:1,24 217:1 217:8 219:6,21 223:8 226:12 226:12 228:18 235:3 242:14 bell 25:7 beneath 36:19 beneficiary 158:7 best 66:13 154:1 213:6 better 17:17 91:12 119:14 121:12,18 139:5 188:23 big 86:9 133:17 bigger 60:7,8 82:5 85:18 182:15,17,19 biggest 116:14 bill 165:25 birthday 191:23 192:1 bit 39:25 49:9 49:13 145:17 188:23 202:14 | bitcoi 214:11 bitcoin 54:7,10 54:13,16,23,25 55:6,7,9,11,14 55:22 56:20 59:7 68:22 122:15 174:7 190:5 bitfarm 61:17 214:17 215:5 216:1 bitfarms 214:24 215:13 bitmain 29:25 48:25 50:7,14 56:4,20 57:4 68:5,16,18 69:3,17,17,20 69:25 70:7 71:20 72:25 74:12 79:19 87:1 88:22 89:11,23 90:1 90:4 100:3 106:1,9 116:16 117:12,23 118:5,13,16 119:21 120:3 190:11,14 199:16 209:20 bitmain's 88:12 bitnile 1:9 2:12 4:25 5:15 bits 153:18 | bleeds 129:15 block 22:7 71:2 79:1 134:7 203:13,19 blockchain 1:4 2:3 13:25 14:1 14:2 18:4,8 24:5 28:11 29:25 31:6,14 31:18,22 32:8 32:16 33:1 35:11 36:2 37:22 40:2,3,7 40:15,21,23 41:12 43:17,21 43:24 44:8,16 46:3,8,12,15,17 47:20 48:15,22 49:4,13,17 50:6,11,13 51:12,15,20 52:2,10,17,19 52:24 53:7,13 53:16,22 56:14 57:3 58:1 61:9 61:16,23,25 62:17 63:3,19 67:25 69:24,24 70:6 71:3,12 75:3 76:7 79:3 79:11,18 83:21 84:1,13 87:16 88:25 90:7 96:14 102:20 103:14,17,23 |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

[blockchain - buffet]

Page 10

| | | | |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 106:25 110:11 112:19 125:2,6 125:14 131:12 134:2,5,25 139:11 141:12 141:17 143:4 143:16 147:23 148:3,21 152:25 153:12 154:13,20 157:11 160:9 160:24 177:3,6 194:22 196:4 196:15 202:7 203:14 207:25 209:18 211:19 219:9 221:8 235:16,21 242:6 243:13 245:1 251:1 blockchain's 47:12,15 53:4 75:20 76:25 152:24 153:10 160:21 163:4 223:5 blocks 70:15 203:9 blood 250:13 bms 78:23 bms000001 77:19 bms00007 234:25 | bms0002 92:11 bms000238 146:23 bms000239 146:23 bms000275 158:23 bms000282 162:11 bms0003 108:7 126:23 bms000513 207:14 bms000707 118:24 bms000713 118:24 bms000728 113:13 bms000729 113:14 bms000748 122:9 bms000749 122:9 bms001340 228:5 bms001341 228:5 bms001345 72:3 bms001354 72:3 bms001391 220:25 | bms001397 220:25 bms001420 216:11 bms001435 216:12 bms001444 214:6 bms001448 214:7 bms00238 147:4 bms00277 158:23 bms00514 207:14 208:10 bms00765 141:25 bms1429 217:1 218:23 bms2 238:22 bms3 238:24 bmss 40:4 148:4 150:20 150:23 151:25 board 135:19 206:9,9 body 208:4 bonta 214:10 214:14 216:4 books 45:8,14 bottom 22:6,11 67:4 79:2 113:17,25 123:24 129:14 | 129:21 147:19 156:19 160:15 184:12 185:19 222:5,8,11,14 222:17 238:22 bought 55:8,10 190:8 218:15 break 7:11 8:23 8:24 9:2,4,16 29:16 41:5 57:9 162:1 180:8 breaking 9:11 9:15 breaks 9:11 breathing 121:14 broader 202:14 broke 190:10 broken 160:20 brokerage 198:4 brought 41:10 bu18 184:10,23 bu18-1006 186:3,5 bubalo 17:25 18:1,7 49:2,18 bubble 237:24 bucks 86:12 buddy 124:7,11 buffalo 17:19 17:21,24,25 buffet 176:20 |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

[business - check]

Page 11

| | | | |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| business 15:5 16:19 41:11,22 47:13,15 52:9 52:17 53:2 82:9 89:5,6 126:16 164:16 165:2 177:16 177:17 191:2,9 198:1 212:13 businessman 164:24 butchered 123:23 buy 42:12,21 42:25 43:8,16 47:24 48:1,4 51:4 55:21 59:6 86:10 116:15 117:11 117:17 118:5,6 118:11 126:13 buyer 134:11 165:17,22,24 166:7 221:18 221:22,23 225:2 226:13 buying 43:4 56:7 86:22 127:25 187:7 | call 74:15 141:3 169:24 178:17 188:1,6 200:9 215:17 218:5 called 10:24 11:9 15:22 48:13,25 54:16 61:17 184:17 190:8 221:10 221:18 calls 84:3 199:22 canada 4:8 43:11 53:12 196:6 canadian 4:10 17:7 61:21 capital 11:10 11:13 12:3,11 12:14,18,19,22 13:1,7,12 15:18,21,22 17:4,6,15 65:6 83:20,25 116:20,20,20 116:21 capitalization 83:22 capitalized 46:16,18 caption 5:12 21:3,4,19 24:1 28:6 32:24 35:6,23 37:18 | card 124:7,11 care 11:11 case 1:6 20:14 21:3,4,19 23:14 24:1,25 25:15,17,23 27:15 28:6 30:19 32:23 35:6,23 37:17 109:22 116:19 127:23 146:17 181:1 212:7 cash 121:23,25 232:17 catch 169:3 caution 164:14 cc 130:5 155:9 178:11 179:6 180:4 181:14 194:14 cease 50:2 ceased 49:25 center 147:2 century 73:23 74:3,23 76:2 ceo 64:8 82:3 98:17 certain 34:7 68:4 certainly 9:17 83:14 certification 3:5 250:1 certified 208:16 209:5 | certify 250:5,11 cetera 126:2 chain 113:17 122:13 123:24 141:24 166:21 chairman 82:8 chance 142:13 144:17 chances 173:20 change 18:4,18 18:19,20 94:21 136:7 251:4,7 251:10,13,16 251:19 changed 5:9 61:18 110:17 changes 66:13 156:3 216:21 245:7 changing 163:19 characterizes 106:1 charge 50:22 charges 185:21 chart 75:9 76:20 217:17 chat 240:25 cheaper 119:21 check 10:18 11:18 13:13,15 14:21 16:5 32:11 52:5 92:1 99:12 110:5 159:21 |
| c | | | |
| c 4:1 10:1 14:8 100:7 214:10 214:11 cabinet 32:3 | | | |

[checked - company]

Page 12

| | | | |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| checked 110:6 chestukhin 2:7 240:22 241:1 241:10,16 243:2 china 43:15 48:25 circumstances 136:7 citi 115:10 city 234:2,4 civil 1:20 clarify 8:17 204:12 clarifying 238:1 clarity 145:17 150:17 clause 68:3 69:4 70:9 clear 6:24 8:6 19:18 34:21 40:10 44:6 101:22 107:23 130:22 132:16 133:22 151:22 188:15 clearly 7:5,21 7:22 clears 186:15 clients 52:1 53:4 209:24 210:3,7 clinging 189:25 | cll.com 2:6,6 close 39:1 68:8 100:18 103:9 113:10 190:1 192:12 232:17 239:8 closed 43:6 193:7 closely 107:15 closer 186:5 closing 127:7 127:11 cloud 73:23 74:3,24 76:2 cmktbpw 196:1 collateral 150:18,24 151:2,16 152:1 collect 120:11 collected 25:14 25:16 29:3 120:9 collecting 44:19,21 176:6 collection 53:3 collectively 158:3 196:2 column 22:15 columns 75:10 217:16,17 come 25:20,21 70:10 97:4 109:11,19 121:22 136:10 154:3,3 164:5 | 224:7 comfort 139:6 comfortable 61:1 176:8 comforting 61:8 coming 62:19 63:22 64:9,23 65:1 81:20 121:11 132:2 135:5,9 154:2 162:12 164:3 167:1 comma 230:12 commence 164:12 165:3 commencem... 237:7,11,13,17 comment 131:23 commissions 13:6,9 commit 142:16 144:20 commitment 161:6 commitments 161:1 committed 152:9 174:13 188:20 common 197:23,23,24 197:25 200:10 | communicate 59:8 80:23 81:3 communicated 80:14 communicating 96:6 communication 27:17 59:15 80:20 107:10 135:13 164:20 200:9 communicati... 4:6 19:19 25:23 27:12,14 132:12 144:2 161:13 164:9 164:11 companies 13:24 17:8 31:10 42:1 61:10 62:10 73:11 175:16 company 10:23 11:9,11 14:5 14:10,13 15:20 16:14 17:2 18:2,4 27:17 31:12 41:23 42:13,23 43:25 48:24 59:23 60:8 61:1,4,7 62:1 65:3 74:20 76:1 81:18 82:6 |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

[company - cooperate]

Page 13

| | | | |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 85:18 86:9 92:22 94:3,9 94:21 95:5,8 95:12,24 96:3 99:5 132:3,9 135:2 137:15 137:21,24 138:2 140:4,24 175:6,11,14 176:1 215:1,4 235:16,25 236:5 compared 189:22 compensation 12:24 13:2 complaint 21:20 23:14,15 167:11 231:24 232:10 233:15 246:17 complete 245:9 comply 4:10 computer 31:14 32:1,8 32:15 54:15 68:19 concern 83:15 concerned 51:2 82:4 concerns 145:7 conclusion 84:4 conclusions 133:8 | concrete 188:9 conditions 54:1 54:3 73:8 196:9 243:20 conduct 26:7 52:9 conducted 29:9 conduit 133:5 133:10 conference 1:17 confidentiality 115:22 confirm 77:15 92:6,9 227:7 confirmation 242:15 confirming 153:24 congratulations 78:14 connected 210:21 connection 25:14 29:3,10 80:1 152:17 157:11 239:11 240:14 241:23 conned 187:11 187:19 consideration 157:10,16 considering 182:22 191:10 | constant 135:13 constantly 173:7 constitutes 132:4 209:16 211:19 consumer 43:10 consummate 133:19 cont'd 247:1 248:1 249:1 contact 51:20 58:13 87:2 89:23 90:1 153:22 contacted 87:22 contacting 87:23 contacts 60:15 contemplated 195:24 196:22 198:22 context 13:20 211:24 contexts 40:9 contingent 198:3 continue 136:9 150:22 151:24 153:17 154:3 continued 246:25 247:25 | 248:25 continues 238:24 continuing 158:7 contract 32:11 56:19,21,23,24 57:1,24 133:20 139:5 167:19 174:15 177:9 177:20,21 contracted 189:2 contracts 210:24 211:4 213:24 236:20 236:23 control 82:15 189:5 198:17 controlled 81:21,21 82:13 82:17 convention 210:24 211:4 213:24 conversation 125:9,18 206:13,17 213:12 233:25 conversations 216:3,6 conversion 197:17 cooperate 165:6 |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

[cooperative - customer]

Page 14

| | | | |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| cooperative 189:8 | counsel 1:22 3:3 5:10,21,23 6:1 19:20 39:20 80:1 164:12 172:22 228:18 237:25 | credibility 60:12 65:3 83:16 credit 59:19 criteria 166:9 crypto 1:8 2:11 4:23 5:3,4 24:3 35:8 45:5,9,15 45:21 47:24 48:1,4,9,12 50:9 51:8,11 51:15,19 53:1 57:12,15,19 58:2,3,10,13,25 59:4,13,25 60:6,17,20 62:4,17 63:2 63:19 64:19 65:24 67:22 75:22 77:2 79:18 80:12 82:5 83:18 85:11,22 86:2 86:5 94:19 96:9,14,23 97:4,13,18,22 98:1,4,9,11,19 99:1,7,11,13 102:1 103:24 107:1 109:22 110:8 111:1 112:19 117:8 127:19 131:4 132:22 134:22 138:3,10 | 139:18 140:5 142:23 143:3 147:8 148:5,11 148:25 149:10 150:20,22 151:24 152:5 152:10,18 154:6,23 159:3 160:10,23 161:2,7 162:19 163:1,7 168:6 172:10 173:3 194:15 202:8 203:9 210:10 210:19 218:17 223:12 224:14 235:25 245:1 251:1 crypto's 60:22 84:14 85:5 140:19 143:19 144:3 171:22 172:4,16 cryptocurrency 48:10 52:2 68:25 106:3,4 106:10 currency 15:7 15:12 54:13 current 126:2 currently 31:1 customer 53:12 61:21 109:21 111:25 157:17 157:17 173:22 |
| copy 68:12 171:22 172:3,6 172:16,18 185:8 209:8 cord 69:11 core 73:23 74:3 74:24 76:2 corner 184:13 corporation 85:18 195:25 correct 5:19 34:8 44:12 68:20 73:8 93:16 97:7 108:7 111:8 132:22,24 140:12,13,16 140:17,20,21 148:16 151:7,8 172:25 175:20 184:15 187:21 188:1 239:20 240:8,11 245:9 corrections 245:6 correspondeen... 173:12 201:9 202:16 206:21 207:2 corresponding 36:21 cost 191:11 | countries 43:14 country 2:13 171:20 couple 12:9 76:4 85:1 175:23 187:8 course 22:1 66:10 94:7 116:24 120:1 130:13 131:1 192:17 196:11 202:16 212:19 218:7,14 241:16 court 1:1 3:15 6:21 7:7,23,25 8:8 125:10,19 213:13 courts 235:8,9 covered 237:1 cowan 2:2 22:11 152:16 152:25 153:11 159:7 172:23 208:11 create 239:10 creatively 135:18 | | |

[customers - defendant's]

Page 15

| | | | |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| customers 53:14,19 61:13 189:24 cutoff 166:2 cv 1:6 | dasha 2:7 242:25 dasha's 6:8 date 22:13 25:10 33:21 57:20 58:17 69:22 75:6 76:11 77:8,10 77:14 85:6 87:21 93:9,20 93:21 95:2,4 111:12,14,17 112:4 117:21 127:7,12 128:7 128:15,22,23 129:23 131:18 134:17 135:4,8 136:8,14 145:3 148:10 149:10 149:17 150:3,8 152:20 163:11 163:13,17,21 163:25,25 164:2 165:11 165:16,23 166:2,2,9 172:24 187:21 188:6,10,11 198:2 202:22 212:10 216:17 226:25 227:5 227:12 231:7 245:13 251:24 dated 22:7 90:19,22 92:23 | 93:8 113:18 116:13 119:4 122:18 124:3 136:25 142:1 148:6 155:10 162:17 178:9 179:7 180:6 181:14 194:16 195:22 208:12 dates 19:23 82:19 88:16 93:3,5,15 110:3,18 112:1 121:24 184:20 225:22 227:3,8 day 9:8,9 55:7 85:20 166:13 166:23 173:9 203:3 234:16 245:17 250:17 days 119:23 142:19 198:1 225:23,25 227:21,23 deal 57:16 78:14 124:25 190:1 192:12 192:16 193:7 218:16 243:16 244:4 dealing 60:13 61:3,6 81:17 96:22 175:6 176:8 | dealings 41:22 dealt 61:10 dear 160:8 208:4 209:15 debt 62:12 196:4 197:18 197:21 200:11 debtor 158:4 debts 158:2 decide 212:10 decided 165:7 166:4 decision 165:2 165:5 191:9 declare 245:4 deemed 120:15 245:7 default 139:19 139:23 142:23 154:8 187:22 defaulted 209:25 210:8 defendant 5:2,8 5:14 24:2 35:7 242:23 defendant's 20:21 21:18 23:4,24 27:22 28:8 29:5,12 29:23 30:14 32:22,24 35:21 36:1 37:17,20 65:9 72:1 77:18 90:12 118:21 122:3,7 |
| d | | | |
| d 246:1 247:1 248:1 249:1 daily 136:7 dan 179:5 darren 27:8,10 58:4,14,16 59:3 60:11 65:15,24 66:1 66:7,11 78:1 80:19 81:18,23 82:2 83:13 86:21 90:20 130:1,2,3 136:23 137:1 147:8 155:8 169:22 170:24 170:25 171:4 171:19 178:10 180:4 181:14 191:22 194:13 211:14 232:20 darren's 124:21 130:20 dash 75:12 76:21 184:10 184:23 194:21 196:5 209:18 231:14,15 | | | |

[defendant's - discount]

Page 16

| | | | |
|-------------------|-------------------------|------------------------|-------------------------|
| 129:7 141:20 | defendants00... | deponent 245:3 | different 29:9 |
| 146:21 155:3 | 67:5 | deposed 6:10 | 29:13,14,14,17 |
| 158:21 162:9 | defendants00... | 19:11,15,23 | 29:19,21 30:11 |
| 169:14 174:23 | 70:14 | deposit 95:1 | 40:9 44:9 |
| 177:25 180:16 | deficient | 102:9,14,15 | 110:3 118:9 |
| 181:8 191:16 | 148:11 149:11 | 108:23 109:10 | 122:24 178:16 |
| 194:1,7 201:8 | 149:16 150:1 | 110:9,12 | differentiate |
| 201:10,14,20 | 150:10 | 142:13 144:18 | 132:6 |
| 204:6,11,13 | defined 106:7 | 239:4 | difficult 93:15 |
| 205:9,19 | definitely 74:17 | deposited | 126:2 |
| 207:15,19 | 117:23 132:11 | 114:19,21 | difficulties |
| 214:4 220:23 | 164:3 232:21 | deposition 1:15 | 134:22 |
| 224:3 228:6,9 | definition | 3:5,12 4:13 6:2 | digital 1:8 2:12 |
| 228:10,15,17 | 99:22 105:25 | 7:4,6,22 9:6,22 | 4:23 5:3 24:2 |
| 238:18 243:5 | definitive | 18:24 19:4,7 | 32:4,7,15 35:9 |
| 246:14 | 136:13 188:11 | 20:2 21:5,13 | diligence 60:21 |
| defendants | definitively | 101:12 218:5 | 61:3 62:5 |
| 1:10 2:11 4:22 | 135:5,9 | 246:15 | dinner 230:4 |
| 27:3 33:19 | degrees 10:10 | deposits 146:15 | 233:1 |
| 65:12,13 80:24 | delaware | derived 53:19 | direct 153:22 |
| 81:4 106:12 | 195:25 | described 68:6 | 161:9 190:19 |
| 129:9,10 | delaying | 100:10 221:25 | 238:16 243:25 |
| 146:17 155:4,5 | 188:17 | description | directed 200:7 |
| 157:22 169:16 | deleted 26:9,21 | 246:8,14 | direction 95:4 |
| 178:5,6 179:23 | delivery 234:15 | desk 11:2 | 95:8,23 190:23 |
| 179:24 181:11 | delve 110:20 | details 147:9 | directly 80:16 |
| 184:13 191:14 | demand 51:1 | determine | 80:18 81:7,24 |
| 193:13,14 | 117:16 153:1 | 53:23 | 103:7 167:14 |
| 194:9,10 | 153:12,15 | determined | disclaimer |
| 195:12,13 | demands | 166:11 | 115:22 |
| 201:22,23 | 160:24 | determining | disclose 161:10 |
| 203:7 211:12 | demonstrate | 166:9 | disclosing |
| 212:7 228:8,13 | 174:22 | difference 88:6 | 212:15 |
| 228:14 240:19 | department | 167:18 | discount |
| 241:8 | 51:22 115:11 | | 154:22,24 |

[discount - dpw]

Page 17

| | | | |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 189:3 discussed 37:12 41:21 66:12,18 98:7 193:16 discussion 7:17 57:7 83:12 87:11,18 124:21,22 145:13 151:6 154:22 180:13 212:12 238:12 241:4 discussions 81:22 98:24 124:20 144:2 206:5 dispose 128:10 disrupting 125:9,18 213:12 dissolved 14:17 14:18 distinction 83:6 83:11,14 96:22 96:24 132:12 133:1 139:25 140:1 210:19 210:22 distinctions 133:8 distinguish 85:2 distributor 16:20 | district 1:1,2 235:11 dividends 15:25 division 59:4 59:13,24 86:8 132:7 138:11 140:5 148:24 divisions 59:23 doc 155:21 doctor 180:9 document 20:20 21:1,2,6 21:12,16,18,21 21:24 22:6,20 22:25 23:2,5,8 23:18,23,25 24:11,15,20 28:5,6,13,14,18 28:19,23 29:7 29:11 30:13 32:21 33:6 34:3,4,6,11,12 34:19 35:5,5 35:15,18,20 36:25 37:15 38:1 65:8 67:3 67:10 71:25 72:2,10,16,18 74:10 77:17,18 77:20,23 78:21 87:9 90:11 91:22 92:25 113:12,12 118:20,23 | 122:2,6,8 129:6,8 141:19 146:20,22 155:2 156:10 158:20,22 162:8,10 169:13,16 177:23,25 178:2,4,18 179:17,22 180:15 181:5 181:10,12 184:12 191:13 191:13,17 193:11,12,21 193:24,25 194:8 195:11 201:19,21 202:1,2 204:16 204:21,24,25 205:1,4 207:12 207:13,20 209:11 211:10 211:11 214:4,6 216:10,10 219:2,17,19 220:21,21,24 228:4,7,7,11,12 228:12 231:7 231:12 240:18 241:7,15,17,19 242:22 243:1 246:18,20 documentation 86:19 174:22 | 175:1 218:20 223:25 documented 58:19 documents 20:7,10,13 22:1 24:5 25:14,16 28:10 29:3 30:17 180:25 190:15 207:4 228:2,24 docx 194:22 doing 56:7 82:9 126:16 199:13 dollar 223:15 dollars 100:17 102:12 103:6 176:22 dot 126:1,1,1 155:21,21,21 185:23 194:22 214:11,11,11 double 108:18 dpw 1:9 2:12 4:24 5:8,15,17 44:25 45:12,19 59:5,13,20,22 60:1 62:15,19 63:1,17,22 64:2,11 80:14 81:8,11,14,19 82:25 83:4 84:10,13 85:19 85:20,21 86:2 86:8 94:14,17 |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

[dpw - email]

Page 18

| | | | |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 96:15,24 97:2 97:6,9,14,17,21 98:4,10,12,17 98:18 99:1,7 102:2 114:18 114:20 115:2 121:10 131:10 131:14,16 132:7,7 133:18 133:18 137:22 137:23 138:2 138:11,22 139:3,4,9,22 140:3 141:10 141:14,15 143:15,18,21 144:1 145:21 146:1 149:6,15 150:1,10,12 151:4,7,11,16 152:13 153:1 153:13,19,21 154:5,11,12,17 156:20,22 157:7,9 159:18 159:20 160:20 161:2 162:19 163:1 168:6 172:13 176:8 194:20 195:24 196:2,15 197:23,25 200:24,25 201:2 203:19 204:4 205:6,16 | 206:5,9 210:10 210:11,19 218:16 223:21 236:5 237:19 dpw's 62:5 86:14,21 133:6 140:9,14 148:20 159:12 172:7,19 205:25 dpwholdings.... 130:6 169:22 draft 67:9 71:13 73:10 157:20 158:14 195:17 196:13 drafted 109:24 158:13,15 236:17,21 drafting 80:7 207:8 drafts 202:5,8 202:16 drag 170:5 dragging 173:11 draw 78:24 127:1 133:8 dropped 190:6 199:16 due 61:3 110:18 121:24 150:23 151:25 152:6 196:4 226:15 | duly 4:2 250:8 dx 2:6 e e 4:1,1 10:1,1 14:8 27:25 246:1,13 247:1 248:1 249:1 251:3,3,3 eager 182:6 earlier 44:7 45:25 65:6 83:19 early 49:23 earphones 7:12 ease 4:25 5:13 easier 241:14 east 43:13 eastern 235:11 effect 3:14 145:5 226:24 effective 93:19 93:21 198:2 effort 55:25 123:8 efforts 213:9,18 220:13 either 33:22 46:22 80:24 81:4 174:23 177:21 212:6 219:25 236:11 elaborate 15:13 45:13 60:5 elaborated 60:14 | elevator 123:6 email 2:6,6,15 19:16 31:17 52:8,12,14,21 58:5,20 65:10 65:11,14,19,22 66:7 67:11 69:23 78:1,3,7 90:19,20 91:1 91:3,7,11,15 92:20 93:10,20 94:25 112:24 113:16,18,25 114:15 115:19 116:3,6,12 117:1,22 119:2 119:3,8,13,17 119:18,18 121:5 122:7,13 122:13,17,19 122:22 123:17 123:19,22,24 124:1,9 128:17 128:18 129:14 129:16,23,25 130:4,15,18,21 131:18 132:14 132:15 134:10 134:18 135:4,8 135:16 136:22 136:24,24 137:24 141:25 142:6,9 144:14 145:3 146:12 147:2,6,13,16 |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

[email - exactly]

Page 19

| | | | |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 147:21 148:16 149:2,18 150:3 150:8,17 151:12 155:3,8 155:14,17 156:10 158:25 159:1 160:15 162:16,23 163:12,25 165:11,15,17 165:23 166:22 169:20 170:17 172:25 173:6 178:9 179:4,12 179:15 180:3 181:13,19,22 181:25 182:19 184:2 186:14 191:21 192:5,8 192:10 193:3 193:15 194:12 194:13 195:1,3 195:6,9 199:9 199:12,21 200:3 201:7 206:21,25 207:1,22 208:4 208:17,21,22 211:13,18 212:25 213:5 213:20 214:1 216:14 217:2,5 217:8 219:14 219:16,18 227:6 243:1,6 | 247:5,7,9,10,12 247:13,15,16 247:18,19,20 247:22,23 248:2,4,5,6,8,9 248:10,13,15 248:18 emailing 130:22 132:15 emails 25:21,22 32:6 123:12 166:22 187:24 200:6,10 employed 15:19,23 41:3 employees 40:24 41:1 empty 164:4 ended 174:10 enforce 160:22 enforceability 145:8,18 enforceable 161:1,6 162:25 enter 56:18 96:15 141:15 141:16 180:20 entered 26:25 51:7,10,13,14 51:18 84:15 85:6 87:8 110:22 148:5 180:24 227:11 228:23 236:1,6 240:14 241:22 | entering 57:1 60:16,19 62:3 64:18 80:15,24 81:5 82:15 83:2 84:11,22 85:9,23 86:3 86:15 96:13 98:23 140:2,10 140:15 141:1 177:11 223:9 entire 152:8 entirely 9:13 entities 18:16 43:5 214:22 215:17,22 entitled 1:16 entity 17:19 43:1,3 44:11 45:2 46:9,19 46:20 57:12 74:3 83:8,8 215:7,12 enumerated 36:11 equal 225:4 equating 45:7 equipment 48:11 68:25 117:16,17,21 117:25 188:19 189:1 212:3 218:16 221:4 221:22,25 226:15 248:19 | equities 12:2 equity 12:4 errata 245:8 errors 176:4 escrow 28:2 114:18 115:3 128:7,14,22 240:13 241:22 243:9,15,22 244:10 246:9 246:10 esq 2:7,7,15 208:21,22 est 1:13 establish 60:12 established 204:19 establishment 198:4 estate 127:22 estimate 11:24 34:24,24 et 126:2 245:1 251:1 event 108:21 191:8 192:18 events 212:19 evidently 160:19 exact 33:21 57:20 87:21 136:8 143:5 exactly 23:8 43:14 74:11 154:12 166:1 |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

[exactly - fair]

Page 20

| | | | |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 200:12 215:24 examination 4:16 238:5,14 246:4 examined 4:3 example 55:7 176:18 except 3:8 exception 33:23 exchange 232:24 exchanged 202:8,18 exclamation 116:17,18,18 exclusively 48:15 235:7 excuse 45:6 execute 141:11 executed 71:22 78:16 91:16,20 91:24 92:2,3 92:12 112:19 141:13 157:7 204:21 205:2 executing 134:2,6 execution 225:11 exhibit 20:21 21:17,18 23:4 23:25 29:5,12 29:23 30:14 32:22 35:13,22 | 37:17 65:10 72:2 77:18 90:13 91:23 92:17 93:11,19 93:20 96:12 99:16,17,25 104:18 105:1 105:12 107:18 107:19 118:21 122:4,7 126:18 129:7 141:21 146:20,22 155:3 158:21 161:23 162:9 167:3,5 169:14 178:1 180:16 181:5,8 183:18 183:23 186:17 191:16 193:12 193:24 194:1,4 194:7 199:6 200:15 201:7,7 201:8,10,14,21 204:6,13 205:9 205:19 207:19 209:13 211:8 214:5 220:23 224:4 228:6,10 228:15 229:4,5 229:6,8,21 230:9 234:21 238:18 240:18 241:6,21 242:3 242:15,19,20 243:4,9 246:9 | 246:10,15,16 246:18,19,21 246:22 247:2,3 247:5,6,7,8,10 247:11,13,14 247:16,17,19 247:20,21,23 248:2,3,5,6,7,9 248:10,11,13 248:14,16,17 248:19,20,22 248:23 exhibits 180:19 219:24 228:17 228:21 existed 85:20 existence 50:3 exists 44:23 expect 9:5 182:8 expectation 145:21,24 146:1 expecting 182:14,16,19 183:15,21 experience 61:6 62:10 explain 88:6,8 exported 230:10 expressed 144:11 extend 112:5 112:10 | extended 111:12,18 112:14,14,15 163:14,18 164:2 227:14 extending 59:18 extent 19:25 30:6 54:8 57:16 105:24 113:9 133:3 146:7 164:15 186:18 191:3 237:23 extremely 170:6 f f 24:3 36:12 facility 56:14 facing 122:15 fact 77:5 86:21 116:9 175:14 189:14 198:23 209:4 fails 108:21 fair 8:20 15:4 18:6 32:14 50:4 56:25,25 56:25 60:4 88:19,19 112:25 113:4 117:20 118:1,2 129:1,2 134:15 134:19 138:20 143:7 145:25 |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

[fair - follows]

Page 21

| | | | |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 151:17,20 161:16,17,20 181:2 189:18 190:3 201:13 201:15 220:17 227:4 229:16 229:16 faith 123:8 183:3 185:1 familiar 17:18 17:23 24:12 49:9 54:7 57:11,14 68:23 74:2,6 210:23 215:7,12 familiarity 54:9 family 11:10,15 12:12,19 16:7 16:11 133:17 175:19,21 far 43:13 51:2 82:4 127:21 182:2 209:6 230:2 234:2,3 farms 1:9 2:12 4:24 5:4 24:2 35:9 farthest 175:7 175:11 favor 141:11 feasibly 135:23 136:2 february 67:16 69:23 70:6 | federal 1:20 225:18 235:9,9 feel 8:22 61:2 143:18 211:23 feels 120:6 fees 197:11 felt 61:1,7 186:25 ference 208:23 field 65:20 figure 134:24 143:5 188:1 figures 183:6 file 5:11 32:12 190:20 224:6 filed 22:16 53:16 167:12 files 26:10,21 30:16,16,18 31:25 32:2,4,7 32:16 filing 3:4 22:20 32:3 filings 86:15 140:9 final 73:9,16 93:16 121:11 137:13 138:14 138:15 223:3 225:24 239:11 finalize 130:23 132:17 finally 222:20 financials 60:22 62:6 | 140:15,19 financing 192:11,15 193:7 find 200:10 234:5 fine 20:17 21:15 32:19 88:2 90:16 101:12,18,21 105:12 111:10 120:25 123:11 125:24 201:18 224:22 226:16 242:1 finish 8:11 213:17 232:18 firm 4:20 6:9 159:13 first 4:2 7:18 10:21 21:20 24:4,9,20 25:6 32:25 36:1 38:7 41:17 44:1 49:16,18 52:11 57:17,25 58:7,9,15 67:19 68:2 69:4 70:8 103:3 108:5 123:5,25 128:20,24 129:16,21 132:14,14 136:22 144:15 | 147:3 156:11 158:1 167:11 178:21,22,23 199:5 207:18 212:5 216:14 216:16 218:13 225:8,23,25 226:6,7,10,14 232:9 239:3 241:23 246:16 fit 128:11 five 42:3 52:6,7 72:13 93:14 102:12 123:13 180:9 flooding 190:10 flow 82:17 121:25 focus 94:1 128:3 147:1 160:13 167:7 217:20 238:25 focusing 171:7 focussed 151:20 folder 32:15 follow 54:19 166:21 184:20 185:3 201:2 204:20 238:1,4 following 95:15 198:2 225:22 follows 4:4 102:8 225:3 |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

[force - given]

Page 22

| | | | |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <p>force 3:14 145:5 226:23 forceful 142:17 144:21,22 foregoing 245:5 foreign 15:7,12 forfeited 108:24 109:10 forget 61:17 forgive 40:12 151:21 form 3:8 17:8 46:5 54:11 59:1 72:16,17 74:9 78:18 111:3,20 112:21,23 120:17,24 128:25 133:2 141:3 144:24 145:23 146:5 151:13 155:25 163:8,15 165:12 180:20 188:13 196:16 196:25 200:25 228:22 232:11 236:14 239:14 239:21 244:13 forma 72:22 73:6,13,15 77:13 247:6 formal 112:18 141:16 153:15</p> | <p>153:25 168:25 169:5,9 209:17 211:19,25 212:6 formally 14:16 format 73:11 formation 15:18 formed 13:12 15:16 16:23,24 formula 53:25 forth 83:12 196:9 231:5 250:7 forthcoming 131:8 168:9 forward 95:6 116:9 216:18 forwarded 116:4,7 216:16 found 58:3 four 36:15 38:4 52:5 104:25 188:1,5 fraction 188:20 free 5:5,18 8:22 40:2 211:23 219:24 235:1 friday 124:10 192:12 193:4 234:15 friend 41:19 124:7 front 104:23 169:18 183:7</p> | <p>fulfilled 177:21 full 95:3 109:14 120:23 142:18 145:5 160:24 162:24 215:1 226:23 239:7 240:2 fully 68:6 71:21 81:21 91:24 92:12 154:4 165:10 204:21 fund 135:2 funded 41:12 96:23 97:1,9 98:1,4,10,12 244:10 funding 64:11 64:23,25 80:20 97:12,15 98:15 128:7,15,22 135:4,8 136:4 182:7 187:8 funds 82:18,18 90:7 97:3 108:23 134:23 192:25 229:25 232:7 233:19 further 3:7,11 30:9 61:3 109:3 110:10 110:20 111:2,6 225:24 244:15 250:11 future 158:2</p> | <p>fyi 115:24 g game 159:3 188:21 garry 1:18 26:15 62:21 149:21 250:3 250:23 gather 5:10 general 36:7 172:16,19 202:15 generally 56:10 88:20 235:2 generates 54:15 gerbi 2:10 4:20 gestures 7:9,25 8:2 getting 15:24 55:25 59:17 64:11 72:5 92:21 126:3 134:23 142:14 144:18 165:10 166:11 182:23 190:25 218:22 give 11:23 13:20 38:19 121:14 123:6 131:19 176:5 176:21 182:7 212:2 235:2 given 119:20 157:16 245:10</p> |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

[given - governing]

Page 23

| | | | |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 250:10 giving 6:24 167:15 glendale 198:15,17,17 globe 122:15 124:12 glow 122:14 gmail 178:11 180:5 gmail.com 179:7 gmail.com. 169:23 go 7:3,19 10:2 10:5 20:19 21:15 22:5,25 24:14 26:13,24 28:4,20 32:20 32:21 33:14 35:4,20 36:6 36:15 37:15 38:3,4 44:8 63:8 65:8 66:25 67:1,1 67:18 68:2,21 70:11 71:2,25 72:7 73:18 75:24 77:16 78:21 90:9,16 91:14 93:5,24 98:10,16 99:15 99:20,21,22 102:5,6,9,24 104:1,25 | 108:19 113:8 113:16 115:15 118:19 119:16 123:22 125:25 126:17,18,22 128:1,2 129:5 132:13 135:14 136:21,21 141:7,19 144:13 146:19 146:20 147:18 150:14,16 153:20 155:1,1 156:11 157:3 157:19 158:19 162:7 167:2,5 168:2,17,18 169:12 171:3 176:22 177:23 178:1 179:17 182:2,18 183:17,23 184:3,9,19 186:16 189:23 191:12 193:23 194:5 195:8 197:14,15 198:18 199:5 199:11 200:15 200:16 201:13 201:18 203:6 207:11,18 208:9 209:11 214:3 216:9 217:10 218:23 | 219:24 221:3 223:24 224:22 224:24 227:8 228:2 229:9,20 230:9 231:8,11 232:1 234:13 234:17,18,24 238:7 goes 9:20 36:12 68:14 126:3 136:6 going 7:3 8:1 9:10 18:21 20:11,20 23:3 23:24 30:4 37:16 39:24 40:1,13 52:4 56:9 61:20 65:9 72:11 84:8,11,13 89:6 90:10,10 92:19 97:4 104:17 114:23 115:3,6 119:9 119:23 121:4 125:23 127:1 133:19 135:21 137:4 140:22 141:2 144:13 147:18,19 153:21,24 158:20 160:13 161:8,21 166:3 166:4 174:9 175:23 177:24 | 180:15 181:7 187:2 190:10 193:14 194:3 197:15 201:20 206:7 207:15 211:7,22 219:12 224:21 227:4,5 228:2 228:3,6,14,19 228:20 229:5 230:2 232:18 232:19 234:12 235:2 238:3 242:21,22 good 4:18 115:12 119:19 123:8 124:13 124:18,23 142:12 144:16 161:25 169:3 176:2 181:25 183:3 185:1 192:11 216:20 goods 42:12,21 42:25 43:7,8 43:10,16 210:25 211:5 213:25 225:18 227:18,22 google 234:5,9 governed 235:5 236:24 governing 223:4 |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

[grab - hosting]

Page 24

| | | | |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| grab 158:19 211:10 graduate 10:15 greater 150:17 ground 4:13 7:4,19 200:11 guarantee 81:12 137:15 138:22 139:2 141:11 155:10 155:20,25 156:13 157:6 157:11,20 158:14 160:20 guaranteed 163:1 guaranteeing 156:22 157:18 guarantees 121:13,18 guarantor 156:17 158:5,7 158:9 guess 6:8 11:20 11:23 13:18,19 17:12 41:11 54:17 74:8 82:23 83:10,18 85:25 86:22 87:7,8 88:20 89:8 92:8 93:18 101:8 112:6 120:12 127:25 143:17 145:12 154:1 | 173:2 174:19 175:15 176:7 177:16 186:17 190:7 215:11 215:19 217:1 219:3 229:13 232:18 guessing 13:17 guide 184:6 guy 74:12 82:9 114:18 guys 241:10,18 h h 116:20 159:11 246:13 251:3 hairs 85:4 half 55:23,25 187:15 hand 27:5 184:13 250:17 handling 28:2 154:5 hands 193:1 handy 186:18 hang 77:20 82:10 154:4 173:24 176:10 happen 176:7 happened 174:6 happens 240:7 happy 133:17 183:19 | hard 118:7 126:3 161:15 177:8 199:24 harder 122:16 hardwood 16:20 harmonized 225:16 hashrate 68:24 69:2 hawing 121:24 he'll 189:14 192:25 233:3 head 64:22,23 header 129:15 heading 28:8 28:22 36:7 37:19 38:12 231:14 239:4 hear 7:20 16:12 227:24 heard 69:1 hearing 7:12 hearsay 190:18 held 1:17 7:17 57:7 180:13 238:12 241:4 hello 129:19 help 92:19 93:3 183:22 helpful 145:19 helps 229:17 hemming 121:23 | henry 208:21 hereto 3:4 68:7 245:8 hereunto 250:16 herewith 102:14 hi 130:21 high 10:9,15,22 hill 31:2,4,5 hmm 116:1 148:2 208:19 hnisser 159:2 162:18 207:23 hold 12:2,15 135:22 holding 11:9,11 holdings 1:9,9 2:12,13 4:24 4:25 5:9,15,16 12:10,15 194:21 195:25 honest 239:15 honor 61:5 62:12 130:22 132:16 hope 165:8 186:14 hopeful 124:23 hoping 174:14 182:2,12,24 190:1 hosting 215:8 221:14 223:6 223:10 |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

[hours - invoices]

Page 25

| | | | |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| hours 20:6 115:10 how's 160:2 hst 225:8,15 hyphen 214:10 | importing 48:7 inability 174:20 inactive 14:5,9 14:12 16:14 17:2 52:20,25 inc.'s 35:8 inception 40:21 incorporated 18:2 44:1,10 44:11 47:14,18 47:21 incorporation 49:20 85:6 index 246:25 247:25 248:25 indicate 73:7 232:5 indicated 103:8 233:21 indicating 229:23 233:17 233:24 individual 124:1 individuals 27:7 informed 168:5 initial 83:22 87:2,18 219:14 219:16 initially 46:16 47:17 87:10 initials 222:4,7 222:10,13,16 | 222:24 input 37:9 inserted 26:10 26:21 insertions 249:2 inspect 242:16 inspected 227:17 inspection 78:16,18 103:2 107:24 114:24 115:1 227:17 244:7 installment 225:8 226:10 installments 225:4,20 instruction 114:11 instructions 113:20 114:3,5 115:9 intend 180:17 187:5 intended 77:1 167:16 196:19 196:23 intending 75:21 intends 209:19 211:20 intention 160:21 180:20 | intents 210:20 interest 47:10 47:11 85:22 127:6 interested 250:14 internal 53:18 international 210:25 211:5 213:25 interpret 171:6 interruption 125:12,21 213:15 introduced 58:4 85:16 inventory 56:12 88:12,13 invest 90:6 investments 11:12 175:22 invoice 72:22 73:2,3,9,10,16 74:20,25 75:1 75:17,19 76:5 76:11,24 77:13 182:4,13 184:4 184:7,24,25 185:6,8,9,10,11 185:15,19 186:7 247:6 invoices 30:20 30:21 45:18 72:24 73:13,16 183:5 |
| i | | | |
| idea 85:24 97:19 identification 20:21 32:23 162:9 169:15 180:16 205:10 205:20 207:16 214:5 220:24 identified 71:12 identify 140:3 184:7 232:3 234:4,9 241:20 243:8 identifying 218:20 iii 130:5,8 147:8 155:9 179:5 image 175:15 imagine 89:7 immediately 21:3 impact 54:23 54:25 impacted 55:4 important 8:7 imported 43:11 43:12 | | | |

[involved - know]

Page 26

| | | | |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| involved 11:9 15:6,11 80:6 191:11 215:25 iphone 230:11 irrespective 111:9 issue 149:6 issues 137:12 item 116:16 117:11 118:11 217:15,20,21 items 25:4,6 33:11 | 166:23 169:21 170:3 178:10 179:7 184:21 186:8 jump 100:13 121:4 135:14 137:4 170:1 june 136:25 139:9,18,21 155:10 160:25 | 147:9 155:9 169:22 178:11 179:6,6 180:4 181:14 190:11 191:17,22 194:15 211:15 213:2 216:17 220:7 242:7 kalfa's 42:23 51:21 67:14 87:2 115:19 118:11 119:18 121:5 125:25 144:14 216:5 keep 90:9 110:11 113:9 113:11 174:15 186:17,25 187:13 229:13 keeping 215:25 kept 81:18 111:24 112:3 173:11,14 187:14 188:16 188:16,21 kesner 208:23 kind 15:13 22:15 28:21 36:11 41:5 56:9 68:2 70:16 76:1,20 82:10 114:10 115:20 121:4 123:7 129:14 131:25 133:6 | 137:5 140:23 147:2,20,22 151:22 175:8 175:13 184:5 187:17 193:2 197:3 229:17 234:19 235:2,4 knew 120:19 138:10 165:25 188:19 190:5,6 232:19 know 8:12,17 9:7,13,14,17,21 13:16,16,17 15:3 17:1,7,12 17:14 19:6,9 19:12,14,19 20:12,22 23:10 23:15,18,19,21 24:12 25:10 34:10,23 39:19 46:10,20 49:12 50:19 51:23 53:7 55:3,7 58:6,6,8,9,19 59:17 60:13 62:9 64:24 66:13,17,20 68:15,16,21 69:5,6,22 70:5 71:1,11 73:1 73:12 74:11,14 75:14,17,19 76:16,24 77:4 78:24 79:16 |
| j | k | | |
| j 1:18 250:3,23 january 1:12 31:4 250:17 job 10:22 joe 19:1 27:13 41:2,8,9,14,18 65:10,12,14 66:13 71:5 78:15 90:21 119:3 122:17 130:5 137:1 142:1 147:9 155:9 169:22 178:11 179:5,6 180:4 181:14 190:11 191:22 194:14 211:15 216:17 july 137:17 138:24 162:17 164:2 165:4 | k 1:8,9 2:11,12 24:3 kakos 2:10 4:20 kalfa 19:1,3,7 19:14 27:13 41:2,8,9,15,18 41:22 43:18,20 43:23 50:22 51:23,24 56:6 58:3,7,9 65:11 65:12,15 66:14 66:17 71:1,6 71:11,15 87:10 87:18 89:15,18 89:22,25 90:6 90:21 98:24 116:4,7,10,12 117:21 119:4 120:5 121:17 122:17 123:21 126:9 130:5 137:1 142:1,11 144:11,25 145:15 146:11 | | |

[know - lending]

Page 27

| | | | |
|----------------|-----------------|------------------------|-------------------------|
| 80:8,11,13 | 153:9 154:7,17 | 214:14 215:23 | 236:24 237:2 |
| 82:9 83:9 | 156:6,16,17,21 | 216:20 218:19 | lawsuit 164:13 |
| 84:25 85:1 | 157:5,6,9,14 | 220:16 223:1,3 | 164:23 165:3 |
| 86:5 87:21,22 | 158:12,15 | 223:17,25 | 187:10 |
| 88:17 89:14 | 159:10,15,21 | 224:5 225:15 | lawyer 84:7 |
| 91:13,18 96:20 | 159:25 161:5,9 | 226:20 227:3 | 114:24 |
| 97:8 99:6,10 | 161:14 162:13 | 227:10,23 | leading 224:20 |
| 99:13 101:15 | 163:9,24 164:5 | 232:1 234:3 | learned 57:18 |
| 102:22 107:18 | 164:8,10,15 | 236:11,17 | 58:1 |
| 109:12,23 | 165:1,4 166:1 | 244:8 | learning |
| 110:1 111:11 | 169:4,8 171:7 | knowledge | 174:20 |
| 111:19,23,25 | 173:1,9,12,23 | 174:5 190:19 | leave 101:9 |
| 112:7,8,11,12 | 174:8,8,9,10,12 | 203:25 204:3 | 139:15 |
| 112:18,25 | 174:16 175:16 | 205:25 231:2 | led 212:19 |
| 113:4 115:8 | 176:1,3,3 | known 4:23,25 | ledger 172:16 |
| 116:25 117:6 | 182:20 183:4,8 | 5:3,15,16 35:9 | 172:19 176:24 |
| 117:10,19 | 183:11,14 | 41:10,14 85:20 | left 22:12 |
| 118:10,15 | 186:2 187:6,6 | 133:16 | 197:16 |
| 120:2,5,21 | 187:11,23 | l | legal 21:25 |
| 121:17 123:9 | 188:6,16,22 | l 4:1,1 9:25,25 | 34:11 84:4,7 |
| 125:1,6,14 | 189:17,18,20 | 18:1 214:10 | 86:6 167:24 |
| 126:1,9 127:11 | 189:21 190:2 | large 44:24 | 168:7,12 |
| 127:16,17,20 | 190:13,16 | 53:11 214:18 | 173:16 191:1,4 |
| 128:14 130:1,8 | 196:18,21 | larger 183:1,2 | 191:7 212:17 |
| 132:2,3,4 | 197:1,6,10,13 | largest 117:24 | 215:18 |
| 133:25 134:4 | 199:13 200:12 | late 49:23 | legalities 138:5 |
| 134:15,19 | 201:6,12,14,17 | latest 182:3,13 | 138:8 |
| 138:4,4,9 | 202:4,7 203:18 | latman 2:2 | legally 89:3 |
| 139:25 140:25 | 203:18,21 | 152:17,25 | 127:21 |
| 141:9,10,14,15 | 204:4,20,23,24 | 153:12 172:24 | lender 229:24 |
| 144:6,10,15,22 | 205:3,6,15 | 208:11 | 230:5 232:6 |
| 144:25 145:17 | 206:6 207:7 | law 4:10,20 | 233:1,18 234:5 |
| 145:20,20 | 209:3,6 210:3 | 17:8 20:15 | 234:16 |
| 151:2,22 | 211:2 212:4,12 | 127:8 159:13 | lending 97:21 |
| 152:15,21,23 | 213:2,22 | 212:2,6 235:6 | |

[lent - machine]

Page 28

| | | | |
|-------------------------|-------------------------|------------------------|-----------------------|
| lent 41:23,25 | 179:8 180:5,10 | 47:5,6,10 | looking 114:4 |
| leo 119:22 | 181:15 185:13 | 83:21 97:17 | 124:13,18 |
| 120:2,3 | 185:19 191:24 | locate 213:9,18 | 165:21 168:21 |
| letter 160:9 | 194:15,20 | 220:14 | 184:6 186:4 |
| 164:6 208:6,10 | 207:25 249:3,7 | located 4:8 | 202:11 204:13 |
| 209:3,9,15 | 251:4,7,10,13 | 30:25 31:1,3 | 204:17 244:2 |
| letterhead | 251:16,19 | 48:25 53:5,20 | looks 24:12 |
| 208:11 | lines 74:25 76:4 | 196:5 235:10 | 35:22 113:17 |
| level 119:3 | 137:5 | logical 187:4 | 116:7 122:12 |
| 122:13 139:6 | link 116:19,22 | long 9:5 11:6 | 157:4 185:23 |
| liabilities 46:9 | linkedin 66:12 | 13:10,11 20:5 | 186:11 191:18 |
| 158:2 | 66:18 87:12,19 | 20:6 41:14 | 216:20 219:8 |
| liability 158:8 | liquidity 170:7 | 49:15 101:21 | 222:17 225:2,7 |
| liable 46:2,7 | 170:12,15,19 | 165:6,6 175:23 | loss 150:18,24 |
| 84:1,6,11,13 | 171:8 | look 20:19 22:3 | 152:1 172:10 |
| license 49:5,6 | list 24:16 25:4 | 23:23 67:2 | 172:13 |
| 49:10,13 | 25:9 33:17,25 | 73:9 74:18,19 | lot 21:25 61:6 |
| licenses 10:13 | 36:12 118:14 | 91:20 92:16,19 | 62:10 107:9 |
| liebowitz 2:2 | 118:16 | 93:2,6 107:14 | 190:6 |
| 22:11 152:16 | listed 45:22 | 107:15 108:19 | lunch 9:12,15 |
| 152:25 153:11 | lists 208:20 | 114:7 118:19 | 9:16 57:9 |
| 172:24 208:11 | literally 126:6 | 126:22 129:13 | m |
| limited 11:10 | 126:11 | 156:9 165:24 | m 4:1 9:25 |
| 11:14 12:3,11 | litigation 68:13 | 181:5 183:18 | 116:1 148:2 |
| 12:14,22 13:1 | 92:14 127:19 | 189:24 197:3 | 208:19 |
| 13:8 17:15 | 237:8,14,18 | 199:14 201:19 | m3h5w1 196:7 |
| 73:24 74:4,24 | little 39:25 | 207:11 219:13 | machine 39:3 |
| 76:2 | 128:18 175:23 | 220:20 231:6 | 50:6 55:1,13 |
| line 66:8,21 | 186:4 188:22 | 238:21 241:14 | 55:18,21,23 |
| 78:10 79:1 | 202:14 233:8 | looked 26:9,20 | 68:22 75:16 |
| 88:2 113:19 | llp 2:10 4:21 | 91:23 98:21 | 76:25 101:20 |
| 122:14 130:11 | 159:11 208:23 | 166:6,23 | 105:24 106:2 |
| 155:10 159:3 | loan 41:24 42:1 | 187:24,25 | 130:12 134:17 |
| 162:19 164:4 | 42:10,15 46:12 | 188:8 | 199:15 213:19 |
| 178:12,14,17 | 46:18,25 47:4 | | 223:5 |

[machinery - mandel]

Page 29

| | | | |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| machinery 59:6 86:13 | 166:18 167:17 173:5,13,17,18 | 95:20,21 97:25 98:3 130:3 | manages 12:21 |
| machines 41:4 47:25 48:2,5,9 48:10,13,14,16 48:19,22 49:19 51:2,7 52:3 53:24 55:5,8 55:10,11 56:3 56:15,19,21,24 57:2,4 64:13 72:25 75:20 86:22 87:1,17 87:24 88:22,24 89:1 96:16 101:3,4,10,11 101:24 103:3 104:11,15 105:8 106:3,4 106:10,25 107:25,25 108:11 109:15 112:14 113:1,5 118:3 119:22 125:4,15 126:4 126:5,10,13 127:18 128:20 130:24 131:13 132:18 133:21 134:13,16 137:16 138:17 143:10,11,23 152:9 154:14 157:15 165:19 165:22 166:5 | 174:1,7 182:6 185:16 189:19 190:6,9 193:1 199:14 201:15 209:21 212:24 213:4 214:19 218:6,21 220:6 220:17 223:6 223:13,22 224:1,12,12 226:4,7,8,9 236:8 239:6,13 239:18 240:1,5 240:8 241:23 242:12 243:16 243:20 244:5 246:9,11 made 64:17 96:22 110:10 134:1 136:15 156:3 176:4 203:3 206:24 239:9 245:6 magot 27:8,10 58:8,14,16 59:9,12 62:15 62:25 63:16,17 63:21 64:1 66:1,2,4,5,18 67:15 78:7,13 80:22 81:3 87:3,11,12,19 87:22 94:1 | 132:25 134:10 140:3,25 155:9 167:14 169:23 171:12,14 173:3 178:10 180:4 181:14 191:22 194:14 211:15 237:5,9 magot's 58:22 66:7 98:8 132:14 135:15 199:12,21 mail 122:15 124:12 130:1 208:16 209:5 make 7:20 8:4 40:10 44:5 45:10 51:4 83:6,10,14,17 86:10 88:21 94:4 95:3 104:5 123:8 130:22 131:11 131:17 132:16 133:7,20 139:25 140:1 159:23 163:20 171:11 174:21 203:24 214:22 making 89:9 112:3 132:25 man 60:14 86:12 | managing 12:25 mandate 59:6 mandel 2:7 4:14 6:3 11:22 18:11,13 20:3 20:11 23:10,12 34:10 46:4 47:16 54:11 59:1 63:4,7,9 84:3 92:15 93:1,11 106:19 110:14 111:3 111:20 112:21 120:17,24 128:25 133:2 139:12 141:2,6 144:24 145:23 146:4 148:22 149:19 150:4 151:13 153:4 161:8,12,18,24 163:8,15 164:14,19 165:12 177:14 181:3 188:13 190:22,25 193:19 196:16 196:25 198:25 199:22 200:4 200:18 203:20 203:23 205:11 205:21 210:13 212:14,17 |

[mandel - mentioned]

Page 30

| | | | |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 227:15 229:1 232:11 236:14 238:3,7,15 240:24 241:12 242:25 244:15 246:6 manner 180:21 march 50:14 76:17 77:6 90:22 93:9,12 103:7 148:7 209:23 mark 20:20 21:16 23:3,24 32:22 35:21 37:16 65:9 72:1 77:17 90:12 118:20 122:3,6 129:7 141:20 146:21 155:2 158:21 162:8 169:14 177:24 180:15 181:7 191:15 193:11,25 201:20 207:12 207:15 209:12 214:3 220:22 228:2,3,10,15 240:17 242:19 242:21 marked 21:20 29:4,11,23 30:12,13 35:6 35:7 70:13 | 78:22 92:11 169:16 178:4 184:12 195:9 195:10,11 205:9,19 211:11 224:3 228:8 238:17 241:6,21 243:4 market 50:17 50:20,25 51:6 54:1,2,5 113:1 113:5 117:15 117:20 118:2,7 126:13,14 134:16,19 174:5,6,12 175:17 189:18 190:3,10,13 197:25 201:13 201:15 220:17 marketing 50:22 51:16 marriage 250:13 match 218:14 matter 53:3 98:16 111:24 250:15 mattered 140:24 mean 11:19 12:4 13:4 14:12 15:3 17:5 19:1 23:12,13 25:5 | 25:17 26:3,25 32:12,12,14 41:6 42:17 43:8 44:10,20 46:10 47:17 48:2,3,4,10 50:24 54:2 60:5 65:2 73:4 80:17 84:20 91:9 93:13 97:2,6,9 100:3 104:9 109:8 111:15,16 117:6,14 124:17 131:3,6 131:10 132:22 136:2,3 138:14 143:9,18 146:16 157:15 164:10 170:21 174:2 175:10 175:12 176:3 182:20 187:19 188:21 198:11 199:21 200:3 202:12 204:8 210:13 211:24 213:6 216:24 227:3 233:2 234:7 242:13 243:23 meaning 29:13 103:19 means 15:13 45:13 59:15 | 60:3 75:14 88:9 100:8 117:15 121:17 126:11,12 131:24 158:17 170:15 171:6 240:3 meant 13:5 27:2 97:3 117:11 124:20 126:9 144:23 170:16 171:12 176:17 177:2 182:11 198:9 medication 6:25 meet 237:5,9,15 237:19 meeting 20:3,5 20:8 78:15 229:24 232:5 232:22,23 233:17 234:15 237:12 meister 159:1,6 160:7,18 161:5 161:14,19 162:17 207:23 210:4,17 meister's 220:1 memory 111:14 174:9 185:10 mentioned 61:23 81:17 124:8 132:5 |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

[mentioned - multiple]

Page 31

| | | | |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 139:24 mere 170:8,13 merge 17:15 18:16 merged 215:5 message 216:17 231:13 messages 26:12 26:23 216:2 229:23 230:10 232:4,4 233:16 233:22,23 248:21 messaging 214:8 248:16 messrs 160:8 167:14 208:5 209:16 met 41:17 237:11 mid 49:23 midcity 11:10 11:13 12:2,10 12:14,18,19,22 12:25 13:7,12 15:18,21,22 17:3,6,15 46:22 52:21 65:6 83:20,25 84:6 middle 137:6 184:10 222:17 million 86:12 176:21 187:16 192:21,21 | 239:12,19 244:9 milton 130:5,8 147:8 155:9 179:5 191:22 211:14 mind 84:23 145:1 175:7,12 mine 59:7 230:20 mineola 2:14 miners 122:15 190:7 minimized 113:10 186:18 mining 1:4,8 2:3,11 4:23 5:3 14:2 18:5,8 24:3,6 28:11 31:6,14,18,22 32:8,16 33:1 35:8,11 36:2 37:22 40:4,16 48:10 52:2,18 53:8 54:14 58:1 61:9 67:25 68:25 71:3 75:3 76:8 79:3,11,18 83:21 84:14 103:15,17,23 106:4,10,25 134:25 147:23 148:4,5,11 149:10 150:20 | 150:22 151:24 152:5 159:3 160:10,10 196:4 203:9,14 207:25 209:18 211:20 214:19 221:8 245:1,1 251:1,1 mining's 84:1 minute 7:11 18:22 67:8 162:2 200:16 minutes 180:9 229:18 miracle 116:14 missed 153:5 missing 121:24 misspelled 28:9 misunderstood 34:2,18 mldg.com 90:21 124:3 mldg.com. 52:13 230:13 model 68:6 69:3 100:4 106:9 models 68:16 69:17 modify 128:9 moldings 16:21 moment 7:15 38:19 71:24 119:10 152:8 | monday 160:25 money 42:1 62:18 63:21 64:8,8 97:22 114:18,19,21 114:23,25 115:3,6 120:9 120:11 132:2 153:18 154:5 160:2 171:5,9 171:13 176:5 176:12,19 187:5,6 188:16 188:23 243:22 money's 124:24 monies 41:23 42:13 127:13 127:24 month 44:2,3 50:9 55:8 months 162:25 165:14 187:8 188:5 morally 89:2 morning 4:18 115:9 181:25 192:11 mouth 82:24 move 95:5 96:11 122:2,2 161:22 169:12 180:14 181:4 193:23 multiple 92:3 |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

[mutual - number]

Page 32

| | | | |
|------------------------|-----------------------|-----------------------|-------------------------|
| mutual 41:19 | needs 82:3 | 232:6,6,19,22 | 168:25 169:4,5 |
| n | negative 186:6 | 233:18,18,24 | 169:9 209:17 |
| n 1:8,9 2:11,12 | negotiate 54:5 | 234:2 235:5,8 | 211:15,19,25 |
| 4:1 10:1 14:8 | negotiated | 235:11,15,16 | 212:2,6 220:1 |
| 214:10,10 | 89:11,13 | 235:18,22,25 | 220:1 223:11 |
| 246:1 247:1 | 236:12 | 236:5,9,24 | 223:21 246:15 |
| 248:1 249:1 | negotiating | 237:2,5,8,15,19 | notified 19:22 |
| name 4:19 5:9 | 56:7 154:10,13 | 250:4 | notwithstandi... |
| 9:23 18:3,18 | 154:18 | nicknames 10:5 | 150:23 151:9 |
| 18:19,20 26:10 | negotiation | 10:7 | 151:25 |
| 26:22,25 27:2 | 82:21 89:20 | nicolas 214:9 | november |
| 27:21 44:9 | 236:16 | 214:14 | 216:18 219:15 |
| 47:18 49:2 | negotiations | nine 24:15 | 219:19 220:18 |
| 61:18,19 66:2 | 81:22 82:14,14 | 157:20 | 226:21,22 |
| 71:5 74:20 | 153:16,17,22 | nisser 159:11 | null 109:2 |
| 83:22 140:4 | 154:6 160:19 | 160:8 208:5,21 | 110:12 120:15 |
| 214:18 215:1,6 | nervous 124:14 | 209:16 | 120:20,22 |
| named 17:19 | 124:19 | normal 177:16 | number 21:16 |
| 57:12 124:1 | net 176:25 | 177:17,19 | 22:25 23:5,9 |
| 140:25 215:8 | never 47:20 | notarization | 23:23 28:5 |
| 215:12 | 81:16 84:15 | 4:9 | 32:21 33:20,24 |
| names 10:3 | 85:19 94:12 | notary 1:19 | 35:5,21 36:19 |
| nations 210:24 | 96:19,21 98:7 | 3:13 4:3 | 36:21 37:16 |
| 211:3 213:24 | 98:21 152:13 | 245:14,21 | 38:8,13,18,23 |
| necessary | 154:21,25 | 250:3 | 39:7,16,22 |
| 56:16 245:7 | 172:1,2 218:15 | note 5:7 42:15 | 65:8 72:1,9 |
| need 37:9 61:2 | 224:8 | 141:8 150:4 | 77:17 90:12,17 |
| 64:7,22 81:17 | new 1:2,19 2:5 | 205:21 219:12 | 93:6 105:4,16 |
| 82:7 96:4,19 | 2:14 22:7,8 | noted 244:18 | 105:22 108:4 |
| 186:19 211:24 | 135:20 142:14 | 245:7 | 113:12,21 |
| 216:20 229:6 | 144:18 145:14 | notice 1:21 | 118:20 122:6 |
| 229:18 232:17 | 145:22 146:2,8 | 21:4 166:14,15 | 129:6 141:20 |
| 241:2 | 208:24,24 | 166:17,20,24 | 146:20 155:2 |
| needed 34:5 | 221:24 229:24 | 167:15,22,25 | 158:20 162:8 |
| 98:14 187:7 | 229:25 230:6 | 168:12,15,15 | 168:21,22 |

[number - okay]

Page 33

| | | | |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 169:13 177:24 177:25 178:2 179:18 181:6 182:25 191:13 193:25 201:19 202:24 205:7 205:17 207:13 209:12 214:4 216:10 220:21 226:18 228:7 228:12 230:17 230:19 231:3,4 238:20 242:23 numbers 142:2 186:7 218:21 224:1,9,17,18 240:19 241:7 numerous 87:23 192:20 192:24 nuts 116:20 233:10,11 ny 2:5 nys 195:25 nyucc 209:17 | 120:24 128:25 133:2 141:3 144:24 145:23 146:4 151:13 163:8,15 165:12 188:13 196:16,25 232:11 236:14 244:12 objection 18:11 46:4 63:9 84:3 106:19 110:14 139:12 141:8 148:22 149:19 150:5 177:14 198:25 199:22 200:4 203:20 205:22 210:13 227:15 239:14 239:21 241:25 242:4 243:10 objections 3:8 35:25 36:8,17 37:20 84:17 106:6 objective 166:8 166:12 objects 105:23 obligated 131:11,15,17 223:18 obligating 88:23,25 obligation 84:14 130:23 | 132:5 139:14 143:20 149:11 158:6 obligations 46:3 61:5 62:16 63:2,18 84:1 109:4 111:2 132:17 139:10 148:12 148:21 149:16 150:2,11,21 158:3,4 obtain 229:25 232:6 233:18 obvious 131:22 151:15 obviously 94:13 171:8 177:22 218:17 occasions 64:7 october 167:15 168:4 194:16 195:23 200:24 201:16 203:4 207:24 208:12 211:14 offered 149:7 offers 153:17 office 30:23,23 30:25 64:23,24 175:19,21 officer 43:20,24 44:1 51:24 official 166:24 | oh 9:7 13:25 42:6 45:6 53:9 58:8 70:20 146:13 170:21 178:24 197:20 210:9 233:4 242:6 okay 4:15 5:2,6 5:14,20,23 6:4 6:7 7:3,15 8:3 8:14,22 9:9,14 9:21 10:19 13:10,14,23 14:16,22 15:11 15:17 16:1,12 16:13,22 17:10 17:18 18:21 19:24 20:1,16 20:18,25 21:11 21:15 22:5 23:22 24:10 25:3,11 26:6 27:19 28:1,20 30:10 31:5 32:19,19 33:5 33:8,12,14 34:17,21 35:3 35:17,20 36:24 37:15 38:3 39:24 40:1,8 40:11,18 42:9 44:5,13,16 45:1,4,10,16,23 46:11,15 47:12 50:4,23 51:5 |
| o | | | |
| o 14:8 18:1 27:25 214:10 214:10,11 oath 6:13,16 object 4:11 20:12 54:11 59:1 63:7 111:3,20 112:21 120:17 | | | |

[okay - open]

Page 34

| | | | |
|----------------|-----------------|----------------|-----------------------|
| 52:8 53:13,16 | 117:10 118:1 | 158:19 159:10 | 217:11 218:19 |
| 54:17,21 55:3 | 118:10,15,19 | 159:19 160:7 | 219:4,10,21,23 |
| 56:18 58:12,21 | 118:22 119:7 | 161:22 162:13 | 220:9,16,16 |
| 61:22 62:13 | 119:16 121:3 | 163:10,24 | 221:21 222:4 |
| 64:10 66:8 | 122:1,1,12,21 | 164:8 167:6,9 | 223:1,9,20,24 |
| 67:7,13 69:6 | 123:13,15,18 | 168:2,17,17 | 224:19 225:17 |
| 69:12 70:11,19 | 123:21 124:9 | 169:7,12 | 225:19 226:16 |
| 71:25 72:5,7 | 124:17 125:1 | 170:17,23 | 227:10,19 |
| 72:12,14,20 | 126:17,19,22 | 171:10,21 | 228:1 229:2,7 |
| 73:12,18,21 | 126:25 127:15 | 172:2,15 | 229:8,10,19,20 |
| 74:8 75:1,24 | 127:16 128:1 | 173:23 174:19 | 231:6,10,11 |
| 76:19 77:4,12 | 128:21 129:13 | 175:25 177:23 | 232:1,13 |
| 77:16,22 78:9 | 130:4,11,14,20 | 179:1,21,21,22 | 234:10,13,17 |
| 79:25 80:11,22 | 131:2,5,9,21 | 181:9,18,24 | 235:15,18,21 |
| 81:8,25 82:12 | 132:10,25 | 183:4,14,19 | 236:22 237:4 |
| 83:25 85:9 | 133:25 134:4,9 | 184:16,18,22 | 237:13 238:6 |
| 87:25 89:4,8 | 134:21 136:13 | 185:12,17,22 | 239:22 240:6 |
| 90:6,14,16,25 | 136:17,21 | 186:9,13 188:3 | 240:24 241:17 |
| 91:3,13,22 | 137:4,10,20 | 190:20 192:10 | 241:20 243:7 |
| 92:8 93:24 | 138:7,12,20 | 193:10,10,22 | 244:17 |
| 94:8,16 95:7 | 139:7,21 140:7 | 194:3,7,13 | old 2:13 |
| 95:20 96:1 | 141:10,14,19 | 195:8,16 | olympia 10:24 |
| 98:13,18 99:3 | 141:22 142:11 | 196:12 197:10 | 10:25 11:4 |
| 99:15,19 100:2 | 142:22 143:1,7 | 197:21 198:20 | once 52:19 |
| 101:5,6 102:9 | 143:13 144:6 | 199:7 201:6,12 | 127:23 166:4 |
| 102:24 103:12 | 144:10,13 | 201:18 202:4 | ones 29:10 |
| 104:1,17,21 | 145:7,12 | 202:20 203:6 | 64:21 81:19 |
| 105:2,3,22 | 146:13,19,19 | 204:4 205:3 | ongoing 14:25 |
| 106:16 107:16 | 147:18 148:18 | 206:19 207:6 | 153:16 163:20 |
| 108:6,9,12,16 | 149:9 150:14 | 207:11,17 | open 68:7 90:9 |
| 108:19 109:16 | 151:5 152:12 | 209:7 210:11 | 90:14 103:8 |
| 109:23 110:4,7 | 152:15,23 | 212:4,9,22 | 178:19 198:14 |
| 112:16,25 | 155:19 156:9 | 213:8 214:3,21 | 230:11 240:21 |
| 113:4,8 114:13 | 156:16,21 | 215:2,11 216:2 | 241:5 243:3 |
| 114:14 115:7 | 157:1,5,9,19,24 | 216:14 217:3,7 | |

[operating - paragraphs]

Page 35

| | | | |
|--------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| operating 14:14,24 15:20 79:21 | 151:24 owed 134:25 138:23 153:2 153:14 160:1 174:24 182:23 185:5 200:11 230:1 232:7 233:19 | 25:2 28:20,21 33:15,15 36:6 36:13,15 38:4 67:3,5,8,19 70:12,13,15,17 72:8,9,13 73:18,23 75:25 78:25 79:6 99:24,24 102:6 104:25 108:7 113:23 115:16 115:16,17,18 123:25,25 126:24 129:16 129:21 136:22 141:25 147:3,3 150:14,15 156:12,12 157:21,23 167:8 169:15 178:21,22,23 181:12 191:13 197:4,17 199:5 200:17 202:24 203:7 207:18 208:9 211:11 216:16 217:10 217:11 221:4 222:5,18 224:24 231:12 238:24 242:3 243:13 244:3 246:4,8,14,25 247:25 248:25 249:3,7 251:4 | 251:7,10,13,16 251:19 pages 24:14 35:12,23 72:10 73:19 195:11 paid 100:8 102:14,20 103:6,14 104:10,11 110:9 124:24 127:24 137:16 143:12 154:4 166:1,11 184:25 186:8 188:12 189:22 190:4 197:22 225:10,21 panicking 145:16 paper 177:9 papers 74:6 paragraph 39:11 135:15 136:16 147:22 150:16 151:12 157:20 160:14 167:8 168:22 169:4 198:15 200:16,19 201:9 229:9,21 231:23 232:9 233:14 238:21 238:23 244:1 paragraphs 24:16 28:24 |
| operation 44:21 60:14 86:12 127:7 214:19 | owing 143:6,8 143:9 152:5 168:8 185:16 200:8,25 240:4 own 11:13,17 12:9 13:24 15:10 25:25 31:12 46:8 85:21 127:24 235:21 | | |
| operational 14:20,24 15:3 44:17 | owned 11:15 12:19 46:19 owner 16:2,4 40:15,18,21 68:4 214:16 owners 85:11 99:10,13 ownership 15:8 owns 12:12 242:17 | | |
| operations 14:15 16:17 44:18 50:1,2 98:5 | p | | |
| operative 79:17 79:22,22 | p.c. 2:2 p.m. 231:15,16 244:18 page 21:21 22:5,10,10,14 24:8,9,19,23 | | |
| order 11:2 48:6 138:16 | | | |
| organization 60:7 82:6 83:10 176:9 | | | |
| original 49:2 61:18 135:22 173:21 224:12 224:13,13 | | | |
| outcome 250:14 | | | |
| outlook 26:8,19 | | | |
| outstanding 8:25 160:25 186:10,11 | | | |
| overdue 162:24 | | | |
| overseas 170:4 | | | |
| owe 62:17 63:2 63:19 150:22 | | | |

[parcel - personally]

Page 36

| | | | |
|----------------------|-----------------------|----------------------|------------------------|
| parcel 101:19 | 250:12 | 198:19 206:5 | payroll 13:3 |
| paren 68:7,8 | party 26:1,10 | payment 64:3 | pdf 67:3 73:20 |
| 100:17,19 | 26:22 27:1 | 95:3,22 103:18 | 126:24 147:3 |
| 102:15 103:8,9 | 81:9,15 145:22 | 103:23,25 | 150:15 156:13 |
| 195:17 230:11 | 146:2 148:15 | 107:4 108:1 | 157:23 |
| 239:8 | 176:13,14,17 | 110:25 112:1,4 | pending 9:1 |
| parent 65:1 | 177:4,7,13,22 | 112:13 120:23 | 121:11 |
| 83:17 92:21 | 204:5,7 205:7 | 121:11 128:23 | people 29:14,17 |
| 94:3,9,21 95:4 | 205:16 210:11 | 131:8,11,17 | 29:19,22 87:23 |
| 95:8,23 96:3 | 242:18 | 133:20 134:24 | 160:4 190:8 |
| 96:25 97:5,6 | party's 180:19 | 136:10,14 | 234:9 |
| 132:3 135:1 | pass 127:6 | 150:19 153:1 | percent 12:1 |
| 137:14,21,24 | passed 127:19 | 153:13 156:14 | 102:13 119:24 |
| 138:2 | past 110:3 | 156:25 157:1,6 | 165:25 166:10 |
| parentheses | 176:4 190:9 | 157:18 158:5,8 | percentage |
| 196:3 210:6 | pause 38:21 | 160:24 162:24 | 11:16 |
| 239:8 | pay 62:16 63:1 | 162:25 163:6 | perfect 126:6 |
| part 6:8 60:7 | 97:4 108:22 | 163:21 173:15 | 126:11 |
| 60:25 82:5 | 135:22 136:5 | 174:21 178:12 | perfectly |
| 83:7,9 85:17 | 138:22 142:18 | 178:15 179:8 | 126:13 |
| 86:8,9 99:5 | 143:3,15,22,23 | 182:8 186:21 | period 126:4 |
| 101:19 132:8 | 154:14 161:1,7 | 187:20 188:9 | 148:7 220:5 |
| 133:18 144:16 | 173:4 174:23 | 197:18 209:25 | permission |
| 190:12 193:15 | 175:4 182:3,12 | 210:8 224:25 | 92:21 |
| 202:13 | 188:20 198:13 | 225:23,24,25 | person 27:3 |
| partial 107:5 | 199:13 200:24 | 226:14 239:7 | 125:11,20 |
| particular | 225:3 226:13 | 239:11,19 | 213:14 |
| 187:10 204:16 | 229:25 232:7 | 240:2,10 | personal 46:10 |
| 238:25 | 233:19 234:12 | payments 83:4 | 46:13 124:7 |
| parties 3:4 | 240:4 | 94:22 110:10 | 154:1 176:25 |
| 12:16 84:2 | payable 100:15 | 110:18 112:3 | 206:4 |
| 109:2 110:19 | 102:8 | 126:4 154:2 | personally 46:2 |
| 146:14,16 | payee 196:5 | 166:25 168:7 | 46:7 189:20 |
| 160:19 180:17 | paying 64:12 | 186:6 188:1 | 201:17 213:1 |
| 180:23 228:23 | 84:24 85:2 | 196:8 | |

[perspective - price]

Page 37

| | | | |
|------------------------------------------------------------------------|------------------------------------------------------------|------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------|
| perspective 164:17 191:2 | 37:22 105:23 106:6,11 | plus 173:17 217:22 221:24 | predates 91:15 |
| phone 59:14,16 200:9 230:16 230:19 231:3 | 131:12 167:12 167:13,16 168:4,6,8 | 225:8 230:11 point 80:7 112:7 116:3,17 | predecessor 43:17 44:11 49:17 73:3,4 |
| phonetic 124:2 | 200:25 229:23 | 116:18,18 161:25 166:12 | preparation 105:15 |
| photograph 230:3 231:19 231:22 | 230:1,5 232:7 233:16,19 | 173:19 189:25 191:8 | prepare 20:1 105:13 |
| photos 234:5 | plaintiff's 21:17,17 35:25 | points 34:23 | prepared 204:24 205:3 |
| phrase 25:18 84:9 | 36:16 37:19 230:3 240:17 246:8 | portion 26:17 62:23 149:23 153:7 205:13 | present 148:10 149:9 158:2 |
| physical 30:16 30:18 | plaintiffs 24:5 | possess 10:9,12 | presenting 207:5 |
| pick 142:18 239:7 | plan 135:22 163:1 166:17 187:20 | possession 127:22 | president 71:8 71:12,16 230:3 |
| picked 239:19 240:2 | planning 126:15 | possibility 110:24 | press 86:20 |
| picking 64:12 | play 175:17 | possible 135:23 136:2 165:7 224:6 | pretty 124:14 124:19 |
| pickup 104:5 104:12 226:15 | played 188:21 | possibly 27:20 149:6 | prevent 6:24 |
| picture 233:9 | please 7:5,7,21 7:24 8:4,10,10 8:16,22 9:2,23 | post 10:9 | previous 34:2 144:2 180:22 182:18,25 183:17 228:22 236:20 |
| pictures 234:9 | 131:24 160:8 199:14 208:5 229:12 232:2 238:9 | postponed 158:5 | previously 132:5 193:16 214:17 238:17 |
| pieces 153:18 | pledge 147:9 150:18,24 152:1 | potential 196:14 | price 53:23 54:4,5,22,23,24 54:25 55:1,9 55:17 56:3,8 82:21,21,22 89:11,20 100:8 100:8,14,15,18 |
| piggyback 187:18 | pledging 121:9 137:13 | power 69:8,10 75:11,15 76:21 103:4 106:11 209:21 239:6 | |
| pitch 123:6 | plugs 69:13 | predate 93:19 93:21 | |
| place 121:13,19 125:9,18 213:12 | | | |
| placing 48:6 | | | |
| plaintiff 1:5,16 2:3 4:1,11 14:2 28:10 33:1 35:10 36:2 | | | |

[price - provision]

Page 38

| | | | |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 100:24 101:2 102:7,13 108:15 117:17 118:14,16 167:18,19 174:12,14 189:2 190:14 198:1 225:3 238:23 pricing 118:9 119:23 primarily 11:8 principal 46:25 195:23 prior 15:17 21:12 22:20 41:20 45:11 56:19 57:1 60:16,19 61:20 62:3 64:17 67:14 70:3 79:16 80:5,14 80:24 81:2,4,6 82:15 83:2,21 84:11,22 85:9 85:22 86:3,15 86:18,23 87:1 87:17 89:8,9 92:24 96:13 98:22 134:2,5 134:7,7 140:2 140:9,15,19,25 140:25 152:24 153:10 165:15 177:11 211:5 | 212:24 213:4 213:20,25 214:20 223:9 237:7,13,17 priority 136:10 privileged 161:12 164:9 164:20 191:1 212:12 pro 72:22 73:6 73:13,15,15 77:13 247:6 probably 9:8 12:1 16:6,7 17:17 21:9 22:4 41:16 44:15 50:10 77:14 127:23 167:1 177:10 234:4 problem 7:14 27:5 227:24 procedure 1:21 proceeding 5:1 process 152:8 processor 68:19 69:14 procured 57:3 produce 55:5 produced 54:14 55:11 68:13 180:25 216:25 228:25 produces 55:22 68:22 | producing 55:13 product 20:14 177:20 production 24:4 28:10 240:18 241:7 242:23 246:18 246:20 products 15:23 16:2,13,17,19 16:23,24 17:14 84:25 professional 10:12 profit 42:23 46:1 51:4 172:9,12 profitability 122:16 profits 41:13 progress 170:6 promised 168:8 192:23 promises 124:23 135:12 164:5 201:1 promissory 42:15 promptly 168:9 pronounce 66:2 proper 168:25 properties 235:22 | proposal 195:22 201:3 proposed 200:24 202:9 202:17 204:5 205:7,17 248:12 proposing 198:13 prospective 51:20 125:3,16 212:23 213:3,9 213:19 220:4 220:10,14 prove 230:5 provide 115:3,8 136:8,9 176:12 176:18 223:11 223:14,20 242:11 243:19 provided 83:20 115:6 157:10 166:19 212:5 244:9 provides 243:22 providing 37:4 83:4 97:18 103:1 196:7 provision 100:23 104:9 109:8,24 158:13 197:11 198:9 235:13 236:12,18 |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

[provision - question]

Page 39

| | | | |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 239:10,18 240:15 provisions 163:6 psu 68:6 69:7 100:4 199:16 221:25 psus 69:19 70:7 71:21 87:17 101:11 217:22 218:3 pubically 140:4 public 1:19 3:13 4:3 12:6 59:22 60:8 61:1,4,7,10,13 61:14,20,20 62:10,11 65:3 81:18 82:6 85:18 86:15 99:5 118:17 132:8 140:24 174:5 175:6,10 175:14,16 176:1 215:4 245:21 250:3 pull 28:5 77:16 90:11 104:17 105:11 107:20 113:8,11 126:20 129:6 162:7 167:2 178:1 179:17 181:6 183:23 191:12 193:24 | 194:4 200:15 207:12 216:9 220:20 229:4,6 234:18 pulled 20:22 141:23 200:21 207:9 purchase 39:3 50:11,13 56:3 71:19,20 72:25 75:20 77:5 78:17 82:16 86:11 87:1 88:23 89:1 91:16,25 92:13 93:22 94:5 95:13 100:7,8 100:14,15,18 100:24 101:2 102:7,13 105:8 106:12 108:15 130:23 131:13 132:17 134:12 145:4,9 148:6 165:18,22 196:24 202:10 202:18,25 205:8,18 209:23 210:12 221:23 225:3 226:23 227:13 230:2 232:8 233:20 238:23 243:17 | purchased 50:6 69:25 70:7 84:24 87:4,16 88:1 purchaser 67:19,21 100:9 100:16 104:4,4 108:21 117:2,3 117:7 127:7 128:11 203:10 213:10 220:11 purchaser's 124:22 128:9 purchasers 51:20 125:3,16 212:23 213:3 213:19 220:5 220:14 purchasing 48:22 49:1 56:19 69:16,20 77:1 96:7,9 101:24,25 102:2 152:11 purported 149:16 150:1 purportedly 134:24 153:2 153:14 156:22 170:11 174:24 purpose 15:5 16:19 47:13,15 47:24 purposes 60:15 101:12 210:20 | pursuant 1:20 106:13,23 143:2,14,24 148:19 157:1 196:8 209:17 224:2 226:10 push 9:15 put 27:2 32:20 82:19,24 88:14 92:15 105:12 114:23 198:16 216:7,7 |
| q | | | |
| quantities 218:14 quantity 217:21,25 question 3:9 6:5 8:11,12,18 8:20,25 9:1,3 20:17 24:10 34:2 50:21 62:22,25 63:5 63:14,15,24 79:10 81:1 84:19 87:7,15 91:12 105:19 110:21 116:8 119:14 122:24 123:8,16 125:24 133:23 149:22,25 150:7 153:9 159:14 161:15 161:21 169:2 | | | |

[question - received]

Page 40

| | | | |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 185:2,3 188:3 202:14 205:12 205:15 206:22 211:9 213:17 220:3 224:19 227:5 233:12 235:4 239:16 questions 7:8 7:24 8:16,18 18:22 23:17 37:10 40:13 234:20 238:1 244:16 quickly 129:4 226:19 quiet 187:13 quite 60:2 73:17 quote 39:1,2 100:18 106:2 quotes 68:8 | 130:20 131:7 149:22,24 153:5,8 156:24 157:4,25 171:16 173:11 205:14 211:23 232:2 235:1 242:13 243:23 245:5 reading 25:7 94:24,25 108:2 108:12 119:10 169:10 199:9 227:9 ready 134:11 165:18 real 127:22 realize 140:22 really 15:14 60:6 63:23 69:14 85:15 94:11 150:6 158:18 188:24 189:4 197:1 206:1 215:24 227:7 239:15 reason 15:16 44:23 78:5 83:14 91:10 119:12 123:18 130:17 133:7 142:8 147:15 155:16 174:11 179:14 181:21 192:7 193:8 | 195:5 212:13 217:7 219:6 251:6,9,12,15 251:18,21 reasonable 11:24 recall 15:17,19 21:11 22:19,22 22:23 25:3,8 25:11,13 26:6 27:6 29:2,8 30:7,8 33:24 35:17 36:24 37:3,12 38:16 38:21 39:14,19 41:17 43:14 44:13 46:24 47:2,3,6,9 48:21 49:16,22 49:24,25 50:5 50:23 51:5,9 52:1,22,24 57:17,20,22,25 58:12,15,17,18 59:14 67:9,13 69:2 71:18,23 78:2,4 83:23 86:25 87:12,16 91:6 102:19 103:12 105:14 111:13,16 116:8 119:7,9 122:21 123:3 123:10,10,12 123:15,17 | 125:23 128:16 130:14 142:5 147:12 152:20 155:13 166:19 170:11 179:11 181:19 182:11 185:9 186:20 192:4,15 193:5 194:25 195:2 197:9 202:3,15 206:10,11,12 206:16 212:9 214:25 217:4 223:18,23 226:3 236:21 237:25 240:13 receipt 104:2 162:24 208:17 209:5,8 226:9 227:21 receivable 42:14,19,20 44:19,22,24 45:4,8,12,14,19 receivables 45:1 receive 12:24 13:6 96:2 103:21 110:25 119:13 120:22 123:19 130:18 142:9 154:16 195:6 217:8 received 45:17 67:9,12,14 |
| r | | | |
| r 4:1 10:1 27:25 251:3,3 raising 192:20 192:24 range 231:7 rather 7:8,24 106:3 reached 228:18 read 22:3 25:5 26:16,18 38:19 62:22,24 95:16 102:7,10,11 105:21 119:16 | | | |

[received - remember]

Page 41

| | | | |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 72:24 88:13 91:11 106:22 119:10 127:14 128:23 170:14 181:25 182:15 182:17 224:9 227:18,22 receiving 28:18 91:6 119:7 122:21 130:14 142:5 173:6 187:25 194:25 195:3 217:4 recently 5:9 recess 57:8 122:5 162:6 238:13 recognize 20:25 21:6,8 21:24 22:2 24:11 28:14,16 28:17 33:5,8 33:10 34:3,20 35:15,16 38:1 65:19,22 72:15 72:17,20 74:9 77:23,25 90:25 207:20 219:1,7 230:16 recollection 37:2 38:5 102:22 106:17 227:16 recommended 156:3 | record 5:8 7:16 8:6 9:24 26:18 57:6 62:24 101:22 125:10 125:19 149:24 153:8 162:5 180:12 184:11 205:14 213:13 238:8,11 241:3 250:9 recover 166:5 167:17 reduced 190:14 refer 5:2,14 40:2,3,6 66:23 104:14 151:16 182:21 reference 5:1 5:14 152:5 218:9 referenced 69:4 70:8 103:13 151:11 152:10 152:13 194:20 201:9 231:23 240:11 referencing 146:11 referred 98:17 128:17,20 207:3 referring 46:14 68:17 81:19 82:1 101:6,11 101:23 109:13 | 109:20,21 117:1,7 137:20 137:23 138:19 146:9,10 151:3 156:7 166:15 167:23 168:13 169:6,9 185:15 186:12 189:10 192:16 210:4,9 218:4 refers 66:21 68:18 69:7 76:17 105:8 106:8,18 185:20 225:15 reflect 20:13 refresh 106:16 refreshes 38:5 regard 13:6 29:19,22 68:24 137:12 154:11 regarding 19:21 27:14,17 137:7,10 145:8 160:9 regards 41:4 66:13 80:20 110:18 registered 18:20 reiterate 7:18 related 25:23 27:5 30:19 32:16 60:21 62:5 79:19 | 96:16 250:12 relationship 74:12,16 89:7 98:25 99:7 133:16 release 78:18 86:20 104:3 106:25 138:16 226:6,8 239:12 244:4 released 104:12 108:1 114:25 182:6 226:3 240:5 242:12 243:21 relied 65:2 83:16 relieved 109:3 relocate 128:10 relying 107:6,8 107:13 175:13 remainder 108:25 remaining 134:12 167:16 209:20 212:24 213:4 218:6 223:6 225:20 239:5 243:16 remember 10:21 23:19,21 28:18 33:20 34:13,15 93:14 167:25 168:1 170:22 196:17 |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

[remember - retained]

Page 42

| | | | |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 197:2 205:5 219:5 224:16 232:20 remembers 19:10 removed 188:5 renegotiate 89:12 renegotiating 150:13 rent 56:16 repaid 42:13,18 42:19 47:7,8 165:10 repeat 149:20 205:12 repetitive 40:14 rephrase 12:13 15:1 42:8 103:20,22 111:16 226:5 reporter 7:7,23 8:1,9 125:10 125:19 213:13 reporting 53:18 represent 4:21 4:22 33:18 68:11 73:16 75:10 150:19 160:1 representations 206:24 | representative 120:4 represented 5:21 79:25 80:3 172:21 representing 5:24 6:1 represents 75:18 77:9 117:20 request 24:20 24:21 28:23 29:4,22 30:12 32:25 33:10,16 33:17,19,23 34:7 36:17,18 36:20 38:8,13 38:17,23,25 39:7,15,21 96:14 105:4,6 105:15,22,23 140:14,18 requested 125:11,20 184:25 208:17 209:5 213:14 requesting 139:2 161:6 183:2 requests 24:4 28:9,19 29:7 30:1,3 33:25 34:12 35:10 36:1 37:5,13 37:21 38:6 | 246:18,19,21 246:22 247:2,3 249:6 required 6:20 143:3,15,19,22 143:22 212:1,6 245:14 requirements 211:3 213:23 resale 55:1,17 research 60:18 resell 42:22 43:18 47:25 57:2 77:1 167:16 173:5 209:19 211:21 reseller 49:6 51:3 reseller's 49:5 reselling 48:7 53:23 reservation 88:11,21 89:10 reserve 237:23 237:24 reserved 3:9 88:3,3,9 reserving 89:19 89:21 resident 235:19 resolved 163:23 respect 30:11 30:13 98:5 131:12 180:18 | 224:10,11 228:16,24 240:7 respective 3:3 respond 30:5 33:13 34:5 123:9 responded 30:2 123:16 responding 136:24 137:1 responds 115:7 response 36:20 38:12,17 39:7 39:15,21 54:18 63:20 105:15 105:21 123:7 126:1 responses 35:25 36:16 37:4,20 247:2 247:3 responsible 63:18 64:3 rest 211:23 restrictions 128:8 resulting 150:18,24 152:1 retail 167:18 retain 103:19 retained 103:17 152:16 159:12 172:23 |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

[retention - says]

Page 43

| | | | |
|---------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| retention 152:24 153:11 | 96:11 101:16 104:22 107:20 | 114:21 115:7 116:6 128:19 | 248:19 |
| return 53:17 103:23,25 174:1 208:16 209:5,8 | 112:7 116:6 127:5 128:9,16 132:1 141:23 164:22,22 | 159:15 160:8 208:5,22 209:16 | sales 41:4 52:13 74:13 90:21 91:4 124:3 225:16 230:13 236:20 236:22,23,25 |
| revenue 53:18 53:19 | 184:3,13 186:1 197:5 200:23 | ross 208:23 | sam 124:1,6,11 |
| review 20:7,10 21:14 80:4 86:14 140:9 | 204:1,18 210:6 211:9 215:9 219:1 220:2 | roughly 44:13 round 187:9 rounds 192:20 rsm 2:6 | satisfactory 103:2 |
| reviewed 21:12 22:20 25:8 86:17 87:9 134:5 211:2 213:23 | 237:24 240:9 240:12 241:11 | rule 7:19 rules 1:20 7:4 russel 31:5 russell 31:2,3 rvolynsky 2:15 | save 108:25 saw 96:19 saying 18:17 22:15 37:19 88:17 118:11 159:19 170:19 171:4,15 206:23 214:23 |
| reviewing 25:3 33:24 36:24 | rights 145:9 ring 25:7 riot 29:25 61:16,23 | s | says 22:7,10,13 22:16 24:20,25 28:23 32:24 33:16 35:24 36:7,16 38:7 38:12,23 39:6 66:11 68:3 70:24 71:3,5 72:22 73:22,23 74:20,23,25 75:2,7,25 76:5 76:7 78:10 79:2 94:2,20 95:1,9 100:3,7 100:14 101:1 102:7,10,18,25 102:25 103:1,5 |
| risk 165:10,14 177:19,22 | risk 165:10,14 177:19,22 | s 2:7 27:25 214:10 246:13 251:3 | |
| revised 155:25 | risks 177:13,16 177:17 191:11 | s9 68:5,16,18 69:3,17 75:11 76:21 100:4 106:1,9 209:21 216:18 217:22 221:24 | |
| revisions 95:22 134:1 | road 2:13 31:2 31:4,6 117:5 | s9s 70:1,8 71:21 79:20 | |
| richard 2:7 6:3 6:7 13:17 34:9 34:17 101:8 181:2 191:6 193:18 | rob 161:24 robert 2:15 4:19 | salary 15:24 sale 50:9 53:1 56:7 66:9,20 71:20 83:17 210:25 211:5 213:25 219:8 221:4,21 223:5 224:10,13 | |
| rid 96:12 | role 58:22 | | |
| right 9:19 11:8 14:4,4,11 21:21 35:4 61:24 65:5 67:4,18 70:21 70:24 76:3 84:9 86:5 89:2 93:13 94:20 | ronald 159:1,6 162:16 207:23 room 121:14 240:25 rose 27:21,23 27:24,25 113:19,24 114:2,16,17,19 | | |

[says - see]

Page 44

| | | | |
|----------------------|------------------------|------------------------|---------------------|
| 104:2 105:3,6 | 173:15 186:21 | 35:9 37:21 | 146:15 158:8 |
| 105:23 106:2 | 186:23 188:9 | 70:12 78:25 | 176:2 177:8 |
| 107:10 109:9 | 217:12 222:1 | 99:24 108:10 | see 6:7 9:19 |
| 114:1 115:21 | 225:11 | 113:23 132:1 | 11:19 18:17 |
| 115:22 116:13 | scheduling | 135:15 150:15 | 21:22,23 22:9 |
| 119:17,19 | 112:1 | 156:12 157:22 | 22:13,17 24:1 |
| 121:18 124:9 | school 10:10,16 | 160:14 170:2 | 24:7,16,22 |
| 126:1 127:2,5 | 10:22 | 197:17 199:11 | 25:2 28:12,13 |
| 128:4,6 129:19 | scm 130:22 | 207:10 224:24 | 28:25 29:25 |
| 129:22 130:21 | 131:3 132:16 | 231:12 238:8 | 33:3 35:13 |
| 132:1,15 | 132:22,23 | 241:2 | 36:4,9,13,22 |
| 135:16 142:11 | 133:5,9,17,19 | section 39:2 | 37:24 38:4,9 |
| 144:15 147:6 | 148:5 | 99:20,22 100:2 | 38:14,22 39:4 |
| 151:23 155:20 | scm600 130:11 | 100:7,10,13,25 | 39:9,12 65:17 |
| 156:13 158:1 | screen 20:23 | 102:5,10,24 | 66:9,11,15 |
| 167:10,13 | 238:19 240:23 | 103:14 104:14 | 68:9 70:17,20 |
| 168:3,24 | 241:11,13 | 105:7 106:8,18 | 70:24 71:4,6,9 |
| 185:23 195:16 | screenshots | 106:23,24 | 72:4 73:25 |
| 195:17,22 | 214:8 248:16 | 108:4,14,20 | 74:21 75:4,7 |
| 197:17,21 | se 28:17 42:11 | 111:17 112:9 | 75:12,25 76:9 |
| 199:12 202:23 | 150:12 | 112:11 127:2 | 76:14,22 78:11 |
| 202:23 203:2 | sealing 3:4 | 128:2,3 163:12 | 78:19 79:4 |
| 208:4,15 210:7 | search 26:3,7 | 163:13 164:1 | 90:23 93:3,5 |
| 214:9 216:15 | 27:11,13,16 | 188:7 197:15 | 94:6 99:23 |
| 216:16 217:15 | 29:21 30:11 | 209:17 221:21 | 100:5,11,20 |
| 217:21 221:4,8 | searched 25:22 | 224:23,25 | 102:16,18 |
| 221:13,18,21 | 26:11,23 29:6 | 225:19 226:11 | 103:10 104:6 |
| 225:20 227:20 | 29:18,24 30:15 | 227:13 234:25 | 105:3,9 106:14 |
| 227:21 230:10 | searches 29:9 | secured 177:7,9 | 109:5 112:3 |
| 230:23 231:14 | 29:13 | 177:10 | 113:14,15,20 |
| 232:16 233:9 | searching | securities | 113:24 114:4 |
| 234:14 235:3 | 26:11,22 27:1 | 198:16 | 114:10,14 |
| 237:2 239:4,24 | 29:15 | security 121:22 | 115:13,25 |
| schedule 68:7 | second 28:8,19 | 137:7,11,13 | 116:4,23 |
| 68:12 95:23 | 33:15,15 35:8 | 138:14,15,17 | 118:24 119:5 |

[see - serial]

Page 45

| | | | |
|----------------|---------------------|-------------------------|------------------------|
| 119:25 121:7 | 194:11,12,17 | sees 128:11 | sent 21:10 26:9 |
| 121:15 122:10 | 194:23 195:14 | selection 20:13 | 26:20 65:15 |
| 122:18 124:4 | 195:19 196:10 | sell 42:12 48:18 | 78:6 86:20 |
| 124:15 126:7 | 197:4,19 198:6 | 51:4 56:21,23 | 114:1 117:22 |
| 127:3,9 128:12 | 199:18 201:4 | 75:21 101:17 | 124:11 134:10 |
| 129:11,17,23 | 201:24 202:22 | 106:12 126:14 | 147:7,16 156:1 |
| 130:6,12,25 | 203:11,16 | 166:5,17 | 166:14 168:14 |
| 132:19,20 | 208:2,5,7,13,18 | 173:18,25 | 168:15 169:21 |
| 133:21 135:24 | 209:1 210:1 | 174:11 177:20 | 182:1 183:1,2 |
| 136:11 137:2,8 | 211:16 214:12 | 189:24 218:18 | 191:22 207:24 |
| 137:18 142:3 | 216:12,19,22 | 221:22 | 208:16 209:4 |
| 142:12,20 | 217:13,18,23 | seller 221:10,22 | 211:13 219:14 |
| 144:16 146:13 | 218:1,24 | 221:23 | 219:19,23 |
| 146:14,24 | 219:15,20 | sellers 118:8 | 229:22 233:7 |
| 147:4,10,20 | 221:1,5,11,15 | selling 48:16 | 233:16 |
| 148:1,8,13 | 221:19 222:2 | 49:18 173:17 | sentence 93:25 |
| 149:13 150:25 | 225:5,13 226:1 | 174:10 212:3 | 94:2 104:2 |
| 152:2 155:6,11 | 230:7,14,25 | 223:12,21 | 128:3,7 131:7 |
| 155:22 156:4 | 231:9,17,20 | send 64:8 114:5 | 132:1,15 137:5 |
| 156:13 158:10 | 233:24 239:1 | 153:18 155:17 | 138:13 151:23 |
| 158:23 159:4 | 239:23 240:20 | 166:24 179:15 | 158:1,17 |
| 160:8,11,16 | 241:11,12,17 | 181:22 182:4 | 162:22 170:2 |
| 161:3 162:11 | 241:18,18 | 187:6 189:6,6 | 193:4 199:8,11 |
| 162:20 163:2 | seeing 23:19 | 189:14,15 | 211:25 239:3 |
| 164:25 167:10 | 34:14 62:11 | 192:8 230:3 | sentences 121:5 |
| 167:20 168:10 | 234:3 | 240:25 | separate 31:13 |
| 169:24 170:9 | seem 185:9 | sending 78:2 | 31:17,21 96:15 |
| 170:21 173:12 | seems 34:5 | 147:12 155:13 | 191:3 215:22 |
| 174:16 175:2 | 93:23 116:2 | 179:11 181:19 | 243:9 |
| 178:6,13 179:3 | 123:25 136:23 | 186:25 187:14 | september |
| 179:9 180:1,7 | 170:24 188:8 | 188:17 192:4 | 191:23 |
| 181:16 182:9 | seen 21:9,25 | sends 187:5 | serial 142:2 |
| 184:23 185:14 | 35:18 74:5,5 | 233:9 | 218:20 224:1,9 |
| 185:24 191:25 | 190:15 191:20 | sense 15:24 | 224:17,18 |
| 192:13 194:1 | 202:1,5 209:8 | 215:19 | |

[series - small]

Page 46

| | | | |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| series 196:7 229:22 233:16 serious 154:8 seriously 116:15 service 53:18 services 1:4 2:4 14:3 18:8 24:6 28:11 31:7,15 31:19,23 32:9 32:17 33:2 35:11 36:3 37:23 40:4,16 51:16 68:1 71:4 75:3 76:8 79:3,14 147:24 148:4 196:5 203:14 209:19 211:20 221:9 245:1 251:1 set 24:4 28:8,19 32:25 35:8,9 36:1 37:21 70:10 196:9 225:10 250:7 250:17 settle 200:11 settled 199:4 settlement 154:18 194:21 196:2,14 197:22 198:23 199:15,21 200:2 207:2 237:11 | settling 200:7 seven 134:24 167:8 198:1 200:17 several 180:24 shakeout 122:16 share 45:25 198:1 207:2 240:20,23 242:22 shared 41:13 shareholder 98:19 shareholdings 16:6 shares 11:18 12:9,18 16:11 121:10 137:13 149:7 150:19 151:3,4,7,16 197:22,24 198:13,16,18 206:6 sheet 171:22,24 172:4 194:22 195:18,22 196:13,19,23 197:12 198:23 sheets 172:7 176:24 shenzhen 73:23 74:3,23 76:1 shipment 107:5 | shipped 236:8 shipping 77:7,9 shoes 133:6 144:4 short 145:19 238:4 shortly 5:11 61:14 show 123:14 183:3 184:5 185:1,4 showing 170:5 185:15 189:7 224:1 shows 118:14 sichenzia 208:23 side 113:11,11 216:8 229:13 sidebar 233:25 sides 68:14 sign 46:13 92:22 95:14 96:25 137:15 139:4,13 142:15 144:19 242:9 signature 22:7 70:15 71:2 79:1,1,11 115:21 203:8 203:13,19 222:21 242:2 243:12 250:21 | signed 3:12,14 79:5,24 93:16 117:8 144:4 197:7 199:2 227:1 242:6 signing 57:24 80:5 silent 66:5,6 silly 234:19 similar 28:22 simplify 239:17 simplistic 54:19 simply 5:4,17 15:12 simultaneous 125:8,17 213:11 single 169:15 181:12 191:13 211:11 sit 132:9 sitting 92:8 99:11 198:20 situation 94:13 121:25 170:5 six 24:14,19,23 25:2 28:20 217:16,17 slash 24:3,3 small 60:13 173:10,20 174:1,3 182:23 188:17 189:2 |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

[software - statement]

Page 47

| | | | |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| software 54:15 sold 48:12 52:2 87:5,24 116:17 189:1,23 198:18 214:19 218:22 224:2 237:1 sole 16:4 40:18 40:20 solely 98:5 solution 135:18 149:4,5 solutions 215:8 221:14 223:7 223:11 soon 64:12,13 135:23 136:1,4 sorry 9:5 16:9 19:1 23:7 25:1 53:11 56:13,22 61:25 63:4,13 70:12 81:1 86:24 112:16 115:16 119:17 122:25 135:6 153:4 168:18 168:19 179:25 197:24 199:10 200:18 205:11 206:23 209:13 229:10 234:13 234:18 sort 45:24 54:14 142:14 144:18 174:22 | sounded 124:23 sounds 119:19 176:2 southern 1:2 235:11 space 56:17 speak 8:5,8 18:23 19:3 81:24 82:3,7 90:3 96:2 125:11,20 176:9 213:14 220:4,7,10 speaking 27:4 81:23 82:8 105:17 special 135:21 specific 15:16 36:16 37:1 64:14 102:21 163:21 192:23 204:2 specifically 78:4 111:13 192:19 specified 198:5 speculate 34:22 35:1 140:23 speculation 141:4 199:23 spell 9:23 spending 86:12 spills 70:16 | split 16:8,11 splitting 85:3 spoke 39:20 58:7,9,16 spoken 87:11 212:22 213:3 spot 189:4 squeezing 142:13 144:17 srfk 159:11 srfkllp 162:18 162:18 207:23 207:24 srfkllp.com 159:2 srfkllp.com. 159:2 stage 207:8 stages 107:11 stake 15:8 stalling 188:22 188:22 stamp 22:15 stamped 65:12 67:4 72:3 77:19 113:13 118:24 122:8 129:8 146:23 155:4 158:22 162:10,11 179:23 181:11 191:14 193:13 194:8 201:22 207:14 214:6 216:11 220:22 | 220:25 228:5 228:11,13 stand 148:24 149:7 standard 110:2 standpoint 14:24 84:7 190:17 stands 69:9 132:23 start 15:21 25:20 29:17 38:7 123:23 147:19,22 187:13 188:18 232:13 started 49:1,18 52:11 187:10 starting 52:20 starts 121:6 129:14 147:2 147:23 162:23 170:2 238:22 state 1:19 7:5 7:21 9:23 21:10 131:14 137:21 156:19 229:21 235:8 250:4 stated 45:11 67:21 102:4 statement 41:6 63:25 64:2 101:7,10 107:7 131:6,10 133:1 |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

[statement - super]

Page 48

| | | | |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 156:7 172:10 172:13 183:24 184:17 185:4 187:18 statements 64:17 states 1:1 21:19 23:25 24:2 36:18 39:1 53:5,14,17,20 108:21 116:11 137:10 164:6 200:23 209:15 235:10 stating 92:20 98:9 118:13 stay 67:8 74:18 187:3 209:13 stenographer 1:18 stepped 144:3 stick 144:15 stipulate 193:20 228:20 stipulated 3:2,7 3:11 stipulation 5:11 180:21,22 193:16 228:23 stipulations 1:21 3:1 stock 12:6 118:6 175:17 197:23,24,25 197:25 201:1 | 232:24 stocks 12:4 175:24 stonegate 242:16 stop 102:16 211:22 stopped 167:1 storage 27:17 182:4,13 183:5 185:10,21 store 56:15 127:25 stored 30:22 32:1,2,7 stores 32:16 242:17 streamline 39:25 street 2:4 strictly 191:8 strike 12:12 13:11 16:17 17:22 19:13 21:1 25:12 29:19 32:1,5 41:7 46:1 47:13 49:15 50:12 51:12 52:23 54:23,24 56:13 57:13 58:23 60:18 62:14 65:6 72:16 73:13 75:18 80:12 | 82:25 88:24 97:10 98:2 105:20,20 111:10 133:12 151:10 172:22 196:19 202:5 206:11 211:6 226:5,21 striking 129:5 subject 66:8,21 78:9 106:4 113:19 114:2 122:14 130:11 142:2 155:10 159:3 162:18 169:23 178:11 178:14,17 179:8 180:5 181:15 191:24 194:15,20 207:25 209:22 211:15 216:18 subparagraph 239:1 subscribed 245:16 subsequent 110:16 subsidiaries 196:1 subsidiary 60:1 74:14 substance 19:19 39:19 63:20 156:2 | substantial 182:8 substantially 190:3,16 substantive 164:11 successor 215:19 sufficient 160:20 suing 92:13 127:18 191:11 suit 190:21 suite 2:13 sum 63:20 100:17 102:11 102:12 103:3 summarize 196:13 235:3 summarizes 195:23 summer 152:19 super 1:8 2:11 4:22 5:2,4 24:3 35:7 45:5,8,15 45:21 48:12 50:9 51:8,11 51:15,19 53:1 57:12,14,18 58:2,3,10,13,25 59:4,12,25 60:6,17,20,21 62:4,16 63:2 63:19 64:18 65:24 67:21 |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

[super - tencer]

Page 49

| | | | |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 75:21 77:2 79:18 80:12 82:5 83:17 84:14 85:5,10 85:22 86:2,4 94:19 96:8,14 96:23 97:4,13 97:18,22 98:1 98:4,9,11,19,25 99:7,11,13 101:25 103:24 107:1 109:22 110:8 111:1 112:18 117:8 119:20 120:6 127:19 131:4 132:22 134:22 138:3,10 139:18 140:5 140:18 142:23 143:3,19 144:3 147:8 148:5,10 148:24 149:10 150:20,21 151:23 152:5 152:10,18 154:6,23 159:3 160:10,23 161:2,7 162:19 163:1,7 168:6 171:22 172:4 172:10,16 173:3 194:15 202:8 203:9 210:9,19 | 218:17 223:12 224:14 235:25 245:1 251:1 supercrypto.c... 65:15 90:20 179:5 supersede 196:19,23 supplied 224:17 supplier 42:22 48:7,21 117:24 suppliers 43:9 supplies 75:11 103:4 239:6 supply 1:4 2:3 14:3 18:5,8 24:6 28:11 31:7,14,18,22 32:8,17 33:1 35:11 36:3 37:22 40:4,16 67:25 69:8,10 71:4 75:3 76:8 76:21 79:3,12 106:11 147:24 148:4 160:10 196:4 203:14 208:1 209:19 209:21 211:20 221:9 224:18 245:1 251:1 supportive 94:4 95:12 | sure 7:14,20 8:4,21 17:11 21:10 38:20 44:6 45:11 60:2 61:14 68:20 71:23 81:2 88:16 102:23 107:22 112:2 115:5 128:13 159:23 168:14,20,23 171:11,17 180:11,11 181:17 201:5 205:2 208:8 214:23 230:8 232:15 233:3 234:23 238:10 238:10 swearing 4:9 sworn 3:14 4:2 245:16 250:8 t t 4:1 10:1 14:8 66:5,6 159:15 214:10,11 246:13 251:3,3 take 7:10 8:24 9:2 20:19 107:10 115:10 133:20 161:25 162:3 173:20 180:8 192:25 193:10 234:14 | taken 1:17 57:8 57:10 122:5 162:6 238:13 talked 182:25 talking 129:18 151:18 176:15 talks 239:18 240:6 tangible 121:21 121:22 target 235:4 targeted 87:7 tax 53:17 225:16,18 technical 68:21 69:14 137:12 technologies 73:24 74:4,24 76:2 tel 2:5,14 telephone 59:9 206:13 tell 6:20 23:13 24:13 62:15 63:1 92:7 98:3 123:4,5 183:20 187:12 190:18 233:3 telling 120:6,8 173:3 182:14 tencer 1:15 4:18 5:20 9:25 10:1 21:5,7 34:21 40:1 57:11 113:18 |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

[tencer - thought]

Page 50

| | | | |
|-----------------------|------------------------|-----------------------|----------------------|
| 114:1 115:24 | 224:25 226:13 | 124:18 154:7 | 165:14 166:12 |
| 122:10 124:11 | 226:17 | think 10:17,20 | 166:25 167:24 |
| 129:4 142:1 | testified 4:4 | 12:8 14:5,23 | 171:4 173:17 |
| 147:7 169:18 | 44:7 45:25 | 15:2,6,23,24 | 174:4 176:20 |
| 169:21 178:1 | 65:5 83:20 | 16:10,25 18:3 | 182:25 183:22 |
| 181:7,13 | 87:10 105:13 | 19:16,22 20:12 | 183:24 186:18 |
| 191:21 194:14 | 140:8 187:20 | 27:13,18,21 | 187:4 188:15 |
| 211:13 216:19 | testify 23:21 | 30:2 32:10 | 192:20 197:8 |
| 237:21 238:16 | testifying 6:21 | 37:8 43:25 | 200:6 202:13 |
| 241:5 245:2,4 | testimony 6:25 | 46:8 48:13 | 202:13 206:20 |
| 245:13 246:5,6 | 23:20 159:24 | 52:20 54:19 | 207:3 210:17 |
| 246:15 250:6 | 171:11 245:10 | 60:11 68:14 | 214:16,17 |
| 251:2,24 | 250:7,10 | 69:8,11 73:19 | 215:3,21,24 |
| tenco 14:5,19 | text 26:11,23 | 74:13 75:15 | 224:23 226:14 |
| 15:4,9 | 200:9 229:23 | 76:18 77:7,11 | 227:17 232:24 |
| tender 134:23 | 232:3 233:16 | 79:9,23 85:3 | 233:7,10,10 |
| term 39:1 40:9 | 233:22,23 | 86:17 89:17 | 234:8,14 |
| 68:24 69:7 | 248:21 | 91:2 92:5 | 236:15 |
| 104:13 105:6 | texted 231:4 | 93:25 94:11 | thinking 9:10 |
| 105:24 106:6 | thank 54:18 | 101:14 107:23 | 27:15 91:21 |
| 106:13,17 | 200:14 216:8 | 110:1 111:5,23 | 92:24 |
| 138:9 142:17 | 228:1 234:1 | 116:19 117:4 | third 12:16 |
| 175:24 194:21 | 237:21 | 118:4 120:3 | 22:15 26:1 |
| 195:17,22 | thanks 34:16 | 121:1,2 122:23 | 33:15 70:15 |
| 196:13,18,22 | 111:22 114:8 | 127:22 128:17 | 84:2 94:2 |
| 197:12 198:22 | 115:8 191:5 | 131:22,23 | 126:24 225:24 |
| 199:20 200:2 | theoretically | 133:5,15 | thomas 27:24 |
| terms 47:3,5 | 55:12 | 135:17 137:25 | 113:19,24 |
| 73:8 82:22 | thereof 106:8 | 138:18 144:1 | 114:2,11,16,17 |
| 85:12 94:21 | thing 26:14 | 145:15,19 | 114:19,21 |
| 95:15 112:5,8 | 164:23 175:7 | 146:13 147:20 | 116:6 208:22 |
| 112:9 144:21 | 175:11 191:10 | 151:15 152:7 | thought 34:4 |
| 144:23 160:22 | 212:20 232:25 | 152:19 157:22 | 81:16 84:15,19 |
| 173:8 195:24 | things 34:7 | 159:16,25 | 84:21,23 94:12 |
| 196:8,13,23 | 68:21 124:13 | 161:14 164:24 | 94:12 121:2,24 |

[thought - transcribe]

Page 51

| | | | |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 131:19 178:24 241:13 three 11:6 36:13 52:4 123:13 217:16 225:3 228:2 229:17 thursday 207:24 thx 147:21 tile 10:24 11:1 11:4 timberline 15:22 16:2,13 16:16,18,22,24 17:14 43:4 46:23 52:13 90:21 91:4 124:3 230:13 time 3:10 8:8 8:10,23 25:20 25:21 28:3 31:2 50:5 51:7 54:6 57:18 58:1,7,9,16,25 61:11 85:6 90:15 94:10 97:14 98:14,20 107:21 121:14 125:11,20 131:20 133:11 133:14 134:9 134:20 136:8 138:2 145:15 149:2 150:13 | 151:7 152:24 153:10 154:14 154:22 161:2 163:5,20 164:13 171:23 174:2,14 183:5 187:7,10 189:16,19 190:21 194:5 212:5,21 213:14 220:5 227:11 229:15 234:22 236:1 237:22 244:18 timed 126:12 timeline 44:6 times 41:25 59:10 110:17 112:15 133:23 192:24 210:15 tipsy 233:8 title 71:8 127:2 127:5,17,21,22 184:19 today 5:21 6:14 6:17,25 16:14 18:24 19:4,8 19:10,15 20:2 44:17 92:9 99:8,14 142:19 198:20 229:5 today's 6:2 7:4 124:12 todd 27:8,11 80:21 81:20,23 | 81:24,25 82:1 82:2,13 83:13 130:6,10 153:23 159:16 159:17,19 169:22 170:3 171:19 178:10 180:4 181:13 182:14 186:24 189:12 192:11 206:5 231:5 toddalt 169:23 178:11 179:7 180:5 together 42:11 136:20 told 59:12 60:11,25 62:18 63:16,17,21 64:1,3,5,6 85:16,17 94:18 95:13 96:23 98:1 99:4 119:22 171:8 171:12 192:19 193:6 206:6,7 232:18,21,21 took 47:23 125:9,18 153:21 213:12 top 21:3 22:14 24:19,23 28:7 35:24 37:18 65:14 73:22 76:1 114:7 | 116:3 119:2,3 122:13 124:9 126:14 141:24 141:24 156:14 158:25 190:13 195:17 202:23 214:9 216:15 216:15 221:3 230:10 231:13 232:14 toronto 196:6 torres 1:18 250:3,23 total 141:4 221:24 225:9 touch 190:12 tough 189:4 touting 86:21 towards 198:19 track 215:25 traded 140:4 trading 12:21 12:25 13:7 14:6,8,19,25 15:9 17:19,21 17:24,25 18:1 18:7 42:11 49:3 175:23 trading's 15:5 transaction 152:17 177:4,7 195:24 transcribe 8:2 8:9 |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

[transcribed - understand]

Page 52

| | | | |
|------------------------------------------------|------------------------------------------------|-----------------------------------------|-------------------------------------------------------------------------|
| transcribed 7:6 7:23 | tuesday 114:1 115:23 | under 6:13,16 17:7 20:14 | 195:21 203:2 208:15,20 |
| transcript 4:13 245:5,10 250:9 | two 11:5 17:8 18:16 20:6 | 21:4 36:18 47:18 67:20,23 | 221:17 231:19 |
| transmittal 67:15 212:25 213:5,20 | 35:12 36:6 38:6 55:7 61:12 67:3 | 79:11 83:4 95:4 96:21 100:2 102:2 | underscore 65:13 129:9,10 155:5,6 169:17 178:5,6 179:24 |
| transmitting 214:1 | 70:14 73:19 74:16,25 83:7 | 106:23 108:14 115:21,21 | 179:25 184:13 191:15 194:9 |
| travel 237:4,8 237:14,18 | 83:11 85:3 101:17 107:11 | 134:13 138:23 139:10,19,23 | 194:10 195:12 195:13 201:22 |
| treat 193:15 228:19 | 107:11 121:5 123:12 146:17 | 142:23 145:9 148:12 149:11 | 201:23 211:12 228:8,14 |
| trial 3:10 | 162:25 190:9 | 149:17 150:2 | understand |
| trick 6:5,6 | 195:10 214:22 | 150:11,21 | 6:13,16,19 |
| triple 108:14 108:18 | 217:16 219:25 225:20 238:23 | 153:2,14 | 8:15 59:18,20 |
| trose 159:2 162:18 207:24 | 244:3 | 155:19 156:18 | 59:25 62:13 |
| trouble 7:12 | type 48:12 54:13 60:14 | 156:22 174:24 | 84:10,12 85:21 |
| true 245:9 250:9 | 68:19 86:10,11 117:16 | 194:20 196:22 | 86:1 94:9,14 |
| trustee 12:17 | u | 202:23 203:9 | 94:17 96:8 |
| trusts 12:20 | u 18:1 | 203:15 211:3 | 97:1,9,16 |
| truth 6:20 | u.s. 17:12 | 213:23 217:21 | 98:18 104:8,13 |
| try 8:4,17 39:24 40:13 | 100:17 102:12 103:6 237:1 | 218:6 221:7 | 109:7 110:23 |
| 96:11 165:5 173:18,20,25 | umbrella 96:21 | 225:19 227:12 | 123:1 131:2,6 |
| 204:12 206:7 215:18 240:23 | unable 135:19 135:20 136:7 | 230:1 232:8 | 131:9,16 |
| trying 74:8 121:20 129:3 | 173:4 | 233:20 243:16 | 134:21 135:3,7 |
| 200:10 233:13 241:9 | uncomfortable 119:20 120:7 120:10 | 243:19 | 136:1 137:11 |
| | | underlined 103:1 | 150:6,9 159:24 165:9,13 |
| | | underneath 24:1 28:7,24 | 171:11 175:9 176:16 177:3,6 |
| | | 32:24 35:7,24 | 177:12 196:12 |
| | | 37:18 38:11,22 | 199:20 200:2 |
| | | 39:6,12 71:5 | 214:23 233:13 |
| | | 74:19 75:2 | 239:16 |

[understanding - want]

Page 53

| | | | |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| understanding 4:7 58:22,24 59:3 82:25 83:3 84:18 86:4,6 87:20 95:21 97:12 100:23 101:1 110:8 120:13 128:22 133:4 133:10,11,13 135:17 136:19 138:1 139:1,8 139:22 148:20 148:23 149:1 150:10 158:16 160:3 163:5,11 176:13 198:8 198:21 215:16 218:11 229:3 235:12,24 236:4 240:3 understood 8:19 59:22 132:21 136:3 151:5 undertake 60:21 62:5 213:8 220:13 undertaken 213:18 unenforceable 163:7 unidentified 248:22,23 | unilateral 186:24 unit 101:15 united 1:1 53:5 53:14,17,20 210:23 211:3 213:23 235:10 units 106:11 209:22 unquote 100:18 106:2 unsecured 176:5,12,14,17 177:4,13 unsigned 70:21 70:22,23 197:4 203:8 204:17 update 130:12 180:6 182:7 191:24 updates 136:9 use 4:12 26:8 26:19 40:9 52:9,12,15,20 73:11 154:2,8 187:2 215:18 used 25:17 44:8 64:24 73:7 77:14 106:8 110:3 138:6,9 154:10 236:20 using 154:9 usual 176:25 | v | volatility 55:16 55:17 56:2 volynsky 2:10 2:15 4:5,15,17 4:19,21 20:16 23:11 26:15 34:9 47:19 62:21 63:6,8 101:8 120:25 129:1 141:5 145:25 149:21 161:11,16,20 162:3 164:18 180:18 190:24 193:17,22 199:25 200:20 212:16 228:16 229:2 238:6,10 239:14,21 241:25 242:4 243:10 244:12 244:17 246:5 vs 245:1 251:1 |
| | | v26 155:21 vague 105:24 value 56:1 113:1,5 117:20 118:2 134:16 134:20 174:6 189:18 190:3 199:15 201:13 201:15 220:17 vein 5:13 vendor 67:23 68:4 71:3 79:2 100:9,15 102:14 103:7,8 104:3 108:22 108:24 203:15 venued 235:7 verbal 88:11,21 89:9 141:13 versed 175:18 version 71:19 91:16,24 92:12 93:17 155:25 223:3 video 1:17 view 166:13 210:18 viewed 231:15 vifeman 124:1 124:6 void 109:2 110:13 120:16 120:20,22 | w w 4:1 9:25 waiting 135:1 243:6 waived 3:6 waiving 106:5 walk 45:24 56:10 88:5 walked 176:20 walking 133:6 want 7:10,20 9:1,15,16 |

[want - word]

Page 54

| | | | |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 11:20 13:19 19:18 22:24 25:18 26:13,24 34:22 35:1 38:4 39:18,18 44:5 64:15 74:15 82:10,23 92:6,15,16 93:2 94:1 102:6 126:17 128:2 131:23 147:1 150:16 156:11 157:19 157:25 159:23 162:4,25 164:8 164:10 167:7 170:1 171:10 173:13,23 175:9,9 176:10 176:10,16 187:9,17 194:3 197:14 200:14 200:16 211:8 212:11,11 214:22 217:20 224:22 229:10 229:11 234:24 238:16,25 240:24 wanted 45:10 107:10 187:13 198:12,16 wants 94:4,21 95:13 164:24 191:10 | warehouse 182:3,13 242:17 warranty 128:4 warren 176:20 way 17:13 23:16 25:19 30:11 68:21 84:10 92:9 95:16,25 112:18 121:12 121:13 122:24 187:22 216:25 234:8 250:14 ways 29:14 we've 117:4 190:14 218:4 241:6,21 243:4 wealthy 176:6 176:19 website 199:17 wednesday 147:7 216:17 week 20:4 173:10 182:1 weeks 219:25 weltz 2:10 4:20 weltz.law 2:15 went 29:10 55:9 61:19 110:15 117:18 190:16 215:4 232:25 west 2:4 | whatsoever 13:9 83:16 whereof 250:16 wherewithal 86:10 whichever 133:19 wife 16:7 william 1:15 9:25 245:2,4 245:13 246:5,6 250:6 251:2,24 willing 133:18 134:11 165:18 willingness 135:17 136:19 willy 10:6 21:5 23:10 113:18 114:1 115:23 116:14 119:19 124:11 129:19 130:21 142:1 142:12 147:6 169:21 181:13 191:21 194:14 211:13 216:19 216:19 wilson 196:6 window 126:6 126:11 wire 77:14 88:13 113:19 114:3,11 115:11 170:7 170:12,14 | 171:5,9,13 173:10 181:15 182:5,15,17,20 183:15 200:8 225:10,21 wires 153:23 153:24 187:15 wish 154:19,21 wishes 238:2 withdraw 20:17 33:19 51:25 106:21 125:24 161:21 211:7 withdrawn 33:22 127:16 witness 4:7 23:22 34:16 92:18 93:4 111:22 123:5 161:9 164:22 191:5 204:1 246:4 250:6,10 250:16 wolinetz 2:10 4:21 wood 15:22 16:2,13,16,18 16:23 17:14 word 17:17 60:3 68:20 86:6 138:5 154:1,8,9 171:7 174:16 177:10 |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

[wording - yep]

Page 55

| | | | |
|---------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| wording 112:13 | writes 123:21 160:7,18 | 106:20 108:8 113:22 114:7 | 222:25 224:23 225:1 226:17 |
| words 64:4,5 64:25 82:24 85:13,14 139:25 187:2 | written 142:14 144:19 145:14 145:22 146:2,8 193:9 205:25 212:2 | 114:13,13 115:14 117:23 120:1 121:8,16 124:5 126:21 128:5 129:1,23 129:25 137:9 | 227:7,20 229:12 238:3 239:25 240:22 241:1,12 243:2 244:2 |
| work 11:3 20:14 40:5 56:1 136:19 159:16 173:13 173:21 193:17 | wrong 177:10 wrote 115:24 124:11 167:13 | 141:2 142:4,21 143:11 147:11 149:14 151:1 152:3 155:12 156:5 158:24 160:5,6,12,17 161:11 162:21 163:3,9 167:2 169:19,25 171:25 178:8 178:23 179:2 179:20 181:17 184:3,9 185:25 186:7 188:2 189:16 190:24 191:5 193:19 194:2,18,24 195:15 196:11 197:20 199:24 202:21 203:5 203:12,17 205:21 206:15 207:17 212:16 215:14 217:24 218:2 219:3,18 221:2,6,16,20 222:12,19,22 | year 17:1 44:14 57:22 152:21 190:9 |
| worked 10:23 189:7 | x | | years 11:3 13:16,21 22:2 41:10,16 93:14 123:13 |
| worker 214:16 | x 1:3,11 155:21 246:1,13 247:1 248:1 249:1 | | yep 39:13 66:16 71:10 75:5,13 78:12 83:24 91:5 103:11 106:15 113:15 119:6 124:16 130:7 135:25 137:3 146:25 147:5 147:25 148:9 148:14 155:23 158:11 159:5 161:4 162:15 168:11 178:14 178:20 179:10 180:8 198:7 200:22 203:1 208:14 211:17 214:13 216:13 217:14,19 218:25 222:9 |
| working 11:2 111:25 163:22 173:8,14 | y | | |
| works 23:16 40:11 127:20 159:7 234:6 | yeah 10:20 17:16,16 20:24 23:11,12 24:18 24:24 29:17,24 30:8 34:16,18 35:14 36:5,23 38:10 42:4,6,6 44:4 47:20,24 48:17,24 52:7 52:16 55:16 63:6,8 65:25 66:10 68:10 70:4 77:11,11 82:2 88:5 90:24 91:19 93:4,7 97:16 99:18 100:6,12 104:20,24 105:5,18 | | |
| world 117:25 | | | |
| worrisome 170:6 | | | |
| worry 115:11 | | | |
| worth 55:12,14 55:22,24 174:7 188:19 189:21 | | | |
| worths 176:25 | | | |
| wow 116:14 | | | |
| wrapping 237:22 | | | |
| write 114:15 170:3 181:24 192:10 193:2 211:18 | | | |

[yep - zoom]

Page 56

| |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 225:6,14 226:2 230:15,18,22 231:18 yesterday 156:1 yonah 71:5 york 1:2,19 2:5 2:14 22:7,8 208:24,24 229:24,25 230:6 232:6,6 232:19,22 233:18,18,24 234:2 235:5,8 235:11,15,16 235:18,22,25 236:5,9,24 237:2,5,9,15,19 250:4 |
| z |
| zeros 78:23 zoom 1:17 5:22 5:24,25 6:8 |